

**Exhibit B**

**Monthly Statements**

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

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In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND MANAGEMENT  
BOARD FOR PUERTO RICO,

No. 17 BK 3283-LTS

as representative of

(Jointly Administered)

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.<sup>1</sup>

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IN RE:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

No. 17 BK 3566-LTS

THE EMPLOYEES RETIREMENT SYSTEM OF THE  
GOVERNMENT OF THE COMMONWEALTH OF  
PUERTO RICO,

Debtor.

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**COVER SHEET TO THIRTY-FIRST MONTHLY FEE APPLICATION OF PROSKAUER  
ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND MANAGEMENT  
BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR, EMPLOYEES  
RETIREMENT SYSTEM (“ERS”)  
FOR THE PERIOD OCTOBER 1, 2019 THROUGH OCTOBER 31, 2019**

Name of Applicant:

Proskauer Rose LLP (“Proskauer”)

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283- LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Authorized to Provide  
Professional Services to:

Financial Oversight and Management Board, as  
Representative for the Debtor Pursuant to  
PROMESA Section 315(b)

Period for which compensation  
and reimbursement for fees and services  
is sought:

October 1, 2019 through October 31 , 2019

Amount of compensation sought  
as actual, reasonable and necessary:

**\$193,913.70**

Amount of expense reimbursement sought  
as actual, reasonable and necessary:

**\$2,862.47**

Total Amount for these Invoices:


**\$196,776.17**

This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer's thirty-first monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for October 2019.



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Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico



On November 25, 2019 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despins, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñiz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury

Summary of Legal Fees for the Period October 2019

ERS – General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	14.00	\$11,046.00
204	Communications with Claimholders	2.40	\$1,893.60
205	Communications with the Commonwealth and its Representatives of the Commonwealth or its Instrumentalities	0.10	\$78.90
206	Documents Filed on Behalf of the Board	12.50	\$9,862.50
207	Non-Board Court Filings	0.10	\$78.90
210	Analysis and Strategy	152.90	\$120,638.10
212	General Administration	12.80	\$3,456.00
218	Employment and Fee Applications	16.70	\$4,509.00
<b>Total</b>		<b>211.50</b>	<b>\$151,563.00</b>

ERS – Altair			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
212	General Administration	1.10	\$297.00
219	Appeal	41.20	\$32,506.80
<b>Total</b>		<b>42.30</b>	<b>\$32,803.80</b>

Summary of Legal Fees for the Period October 2019

ERS – Miscellaneous			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	0.40	\$315.60
204	Communications with Claimholders	0.30	\$236.70
208	Stay Matters	9.90	\$7,811.10
210	Analysis and Strategy	1.50	\$1,183.50
Total		12.10	\$9,546.90

Summary of Legal Fees for the Period October 2019

**ACROSS ALL ERS-RELATED MATTERS**

<b>Professional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Brian S. Rosen	Partner	BSGR & B	\$789.00	1.00	\$789.00
Jeffrey W. Levitan	Partner	BSGR & B	\$789.00	39.70	\$31,323.30
Jonathan E. Richman	Partner	Litigation	\$789.00	5.30	\$4,181.70
Kevin J. Perra	Partner	Litigation	\$789.00	1.90	\$1,499.10
Margaret A. Dale	Partner	Litigation	\$789.00	28.10	\$22,170.90
Martin J. Bienenstock	Partner	BSGR & B	\$789.00	15.30	\$12,071.70
Paul Possinger	Partner	BSGR & B	\$789.00	0.40	\$315.60
Ralph C. Ferrara	Partner	Litigation	\$789.00	0.80	\$631.20
Steven O. Weise	Partner	Corporate	\$789.00	45.70	\$36,057.30
Timothy W. Mungovan	Partner	Litigation	\$789.00	0.70	\$552.30
Jennifer L. Roche	Senior Counsel	Litigation	\$789.00	36.60	\$28,877.40
John E. Roberts	Senior Counsel	Litigation	\$789.00	0.10	\$78.90
Elisa Carino	Associate	Litigation	\$789.00	10.60	\$8,363.40
Elliot Stevens	Associate	BSGR & B	\$789.00	0.60	\$473.40
Joshua A. Esses	Associate	BSGR & B	\$789.00	20.10	\$15,858.90
Mee R. Kim	Associate	Litigation	\$789.00	2.70	\$2,130.30
Philip Omorogbe	Associate	Corporate	\$789.00	3.30	\$2,603.70
William D. Dalsen	Associate	Litigation	\$789.00	22.40	\$17,673.60
<b>TOTAL</b>				<b>235.30</b>	<b>\$185,651.70</b>

<b>Paraprofessional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Christopher M. Tarrant	Legal Assistant	BSGR & B	\$270.00	13.90	\$3,753.00
Lawrence T. Silvestro	Legal Assistant	Litigation	\$270.00	2.00	\$540.00
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	14.10	\$3,807.00
Scarlett A. Neuberger	Legal Assistant	BSGR & B	\$270.00	0.60	\$162.00

Summary of Legal Fees for the Period October 2019

Paraprofessional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
TOTAL				30.60	\$8,262.00

SUMMARY OF LEGAL FEES	<u>Hours</u> 265.90	<u>Fees</u> \$193,913.70
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Summary of Disbursements for the period October 2019

**ACROSS ALL ERS-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
Food Service/Conf. Dining	\$642.36
Lexis	\$109.00
Lodging	\$1,000.00
Messenger/Delivery	\$121.61
Out Of Town Meals	\$40.00
Reproduction	\$806.50
Westlaw	\$143.00
<b>Total</b>	<b>\$2,862.47</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$174,522.33 and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$2,862.47) in the total amount of \$177,384.80.

**Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock

Martin J. Bienenstock (*pro hac vice*)  
Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900



## **Exhibit A**

33260 FOMB  
PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

Invoice 190131906

0007 PROMESA TITLE III: ERS

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Summary of Time Billed by Task		Hours	Value
202	Legal Research	14.00	\$11,046.00
204	Communications with Claimholders	2.40	\$1,893.60
205	Communications with the Commonwealth and its Representatives	0.10	\$78.90
206	Documents Filed on Behalf of the Board	12.50	\$9,862.50
207	Non-Board Court Filings	0.10	\$78.90
210	Analysis and Strategy	152.90	\$120,638.10
212	General Administration	12.80	\$3,456.00
218	Employment and Fee Applications	16.70	\$4,509.00
Total		211.50	\$151,563.00

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MEMBER  
0007 PROMESA TITLE III: ERS

Invoice 190131906

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#### Legal Research -- 202

Date	Timekeeper	Task	Description	Hours	Amount
10/03/19	Martin J. Bienenstock	202	Reviewed Chrysler taking decision from Court of Claims and research regarding takings insofar as ERS facts.	6.80	\$5,365.20
10/08/19	Philip Omorogbe	202	Review pleadings and proofs of claims filed by unions, large bondholders and indenture trustees against ERS (1.30); Draft analysis of same (0.90); Review case law and statutes related to responses to creditors issues (0.80); Draft correspondence regarding same (0.30).	3.30	\$2,603.70
10/25/19	Jonathan E. Richman	202	Review research on potential takings issues.	3.90	\$3,077.10
<b>Legal Research</b>				<b>14.00</b>	<b>\$11,046.00</b>

#### Communications with Claimholders -- 204

Date	Timekeeper	Task	Description	Hours	Amount
10/03/19	Joshua A. Esses	204	[REDACTED: Work relating to court-ordered mediation].	2.40	\$1,893.60
<b>Communications with Claimholders</b>				<b>2.40</b>	<b>\$1,893.60</b>

#### Communications with the Commonwealth and its Representatives -- 205

Date	Timekeeper	Task	Description	Hours	Amount
10/08/19	William D. Dalsen	205	Correspondence with counsel to AAFAF regarding ERS schedule.	0.10	\$78.90
<b>Communications with the Commonwealth and its Representatives</b>				<b>0.10</b>	<b>\$78.90</b>

#### Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
10/02/19	Elisa Carino	206	Draft ERS interrogatories and requests for production.	1.10	\$867.90
10/07/19	Jeffrey W. Levitan	206	Review A. Bongartz e-mail regarding claims procedure order.	0.20	\$157.80
10/08/19	Joshua A. Esses	206	Review proposed order on ERS procedures motion.	0.10	\$78.90
10/09/19	William D. Dalsen	206	Review proposed revisions to draft lift-stay order concerning ultra vires and lien-scope litigation.	0.20	\$157.80

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER  
0007 PROMESA TITLE III: ERS

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Date	Timekeeper	Task	Description	Hours	Amount
10/10/19	William D. Dalsen	206	Review proposed revisions to draft lift-stay motion and order on ultra vires and lien scope litigation (0.10); Correspondence with J. Levitan and team regarding proposed edits to draft lift-stay motion and order (0.10).	0.20	\$157.80
10/10/19	William D. Dalsen	206	Review revised proposed draft lift-stay order concerning ultra vires and lien scope issues.	0.20	\$157.80
10/10/19	Jeffrey W. Levitan	206	E-mail with A. Chepenick regarding expert reports (0.20); Review T. Axelrod e-mails regarding scheduling order (0.20); Review revised scheduling order, e-mail B. Rosen, W. Dalsen regarding same (0.60); Teleconference with W. Dalsen regarding scheduling order (0.10).	1.10	\$867.90
10/10/19	Joshua A. Esses	206	Review proposed order on ERS procedures motion.	0.20	\$157.80
10/12/19	Jeffrey W. Levitan	206	Review e-mails regarding scheduling order.	0.20	\$157.80
10/22/19	Jeffrey W. Levitan	206	Review, note comments on draft discovery requests (0.60); Review qualifications of potential experts, e-mail with C. Steege (0.30); E-mails with M. Dale regarding status (0.10); E-mail with A. Chepenick regarding experts (0.10); Prepare list of issues for meeting with M. Dale (0.50); Conference B. Rosen regarding ultra vires (0.10).	1.70	\$1,341.30
10/27/19	Jennifer L. Roche	206	Discuss strategy for responding to lien scope counterclaims with Committee and AAFAF counsel (0.60); E-mails with W. Dalsen regarding same (0.10); Analysis regarding lien scope counterclaims and draft answer (0.40).	1.10	\$867.90
10/28/19	William D. Dalsen	206	Draft answer to counterclaims in 366 and 367 adversary proceedings (1.30).	1.30	\$1,025.70
10/28/19	Jennifer L. Roche	206	Draft answer to ERS bondholders' lien scope counterclaims (2.50); Conference and e-mails with W. Dalsen regarding issues regarding same (0.40).	2.90	\$2,288.10
10/29/19	William D. Dalsen	206	Revise draft answer to counterclaims (1.30).	1.30	\$1,025.70
10/31/19	William D. Dalsen	206	Review proposed edits to draft answers in ERS adversary proceedings (0.40); Revise draft answer to counterclaims (0.30).	0.70	\$552.30
<b>Documents Filed on Behalf of the Board</b>				<b>12.50</b>	<b>\$9,862.50</b>

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER  
0007 PROMESA TITLE III: ERS

Invoice 190131906

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**Non-Board Court Filings -- 207**

Date	Timekeeper	Task	Description	Hours	Amount
10/07/19	Joshua A. Esses	207	Review ERS scheduling order.	0.10	\$78.90
<b>Non-Board Court Filings</b>				<b>0.10</b>	<b>\$78.90</b>

**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
10/01/19	Joshua A. Esses	210	Review proposed ERS scheduling order.	0.30	\$236.70
10/01/19	Margaret A. Dale	210	[REDACTED: Work relating to court-ordered mediation] (0.30); Conference call with M. Pocha regarding discovery and scheduling (0.30); [REDACTED: Work relating to court-ordered mediation] (0.30); Communications with retiree committee regarding order and schedule (0.20); E-mails with J. Roche regarding discovery requests/responses/objections (0.20).	1.30	\$1,025.70
10/01/19	Jeffrey W. Levitan	210	[REDACTED: Work relating to court-ordered mediation] (0.30); Review C. Steege e-mail, draft order modifying stay (0.20); [REDACTED: Work relating to court-ordered mediation] (1.20); [REDACTED: Work relating to court-ordered mediation] (0.30); [REDACTED: Work relating to court-ordered mediation] (0.20).	2.20	\$1,735.80
10/01/19	William D. Dalsen	210	[REDACTED: Work relating to court-ordered mediation] (0.30); [REDACTED: Work relating to court-ordered mediation] (0.30); Correspondence with J. Roche regarding preparation of formal discovery requests and responses in ERS matters (0.10).	0.70	\$552.30
10/01/19	Jennifer L. Roche	210	E-mails with M. Dale and W. Dalsen regarding discovery issues (0.10); Conference with E. Carino regarding discovery requests and objections (0.30); E-mails with same regarding same (0.10); Analyze discovery issues and draft discovery requests on lien scope issues (0.20); Analyze proposed schedule for adversary proceeding and discovery order issues (0.70); E-mails with committees' counsel regarding proposed schedule (0.10).	1.50	\$1,183.50

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER  
0007 PROMESA TITLE III: ERS

Invoice 190131906

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Date	Timekeeper	Task	Description	Hours	Amount
10/01/19	Elisa Carino	210	Conference with J. Roche regarding ERS discovery (0.30); Review background materials regarding same (0.60).	0.90	\$710.10
10/02/19	William D. Dalsen	210	Review proposed order regarding ERS litigation matters (0.40); Correspondence with J. Levitan regarding proposed order regarding ERS litigation matters (0.10); [REDACTED: Work relating to court-ordered mediation] (0.30); [REDACTED: Work relating to court-ordered mediation] (0.50); [REDACTED: Work relating to court-ordered mediation] (0.20); [REDACTED: Work relating to court-ordered mediation] (0.30); [REDACTED: Work relating to court-ordered mediation] (0.10).	1.90	\$1,499.10
10/02/19	Jeffrey W. Levitan	210	Review revised scheduling orders (0.10); E-mails with M. Dale regarding same (0.40); E-mail with C. Steege regarding revisions to order (0.20); E-mails with W. Dalsen regarding orders (0.20); Review T. Axelrod revisions to order (0.20); [REDACTED: Work relating to court-ordered mediation] (0.30); Review revised timeline (0.20); [REDACTED: Work relating to court-ordered mediation] (0.50); Teleconferences and e-mails with T. Axelrod regarding ultra vires (0.20).	2.30	\$1,814.70
10/02/19	Margaret A. Dale	210	Review revised draft of order to lift stay (0.30); [REDACTED: Work relating to court-ordered mediation] (0.30); Communications with J. Levitan and W. Dalsen regarding draft order and schedule for discovery on lien scope issues (0.20); [REDACTED: Work relating to court-ordered mediation] (0.50).	1.30	\$1,025.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER  
0007 PROMESA TITLE III: ERS

Invoice 190131906

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Date	Timekeeper	Task	Description	Hours	Amount
10/02/19	Jennifer L. Roche	210	Review and analyze issues regarding draft scheduling order regarding lifting of stay (0.50); E-mails with M. Dale, J. Levitan and W. Dalsen regarding same (0.20); E-mails with Committees' counsel regarding draft scheduling order issues (0.20); Conference with AAFAF and Committees' counsel regarding ERS discovery issues (0.50).	1.40	\$1,104.60
10/02/19	Joshua A. Esses	210	Teleconference with group on ERS procedures order (0.50); Review draft of procedures order (0.20).	0.70	\$552.30
10/03/19	William D. Dalsen	210	[REDACTED: Work relating to court-ordered mediation] (4.80).	4.80	\$3,787.20
10/03/19	Elisa Carino	210	Draft ERS interrogatories and requests for production.	3.20	\$2,524.80
10/03/19	Jennifer L. Roche	210	Review and analyze report regarding ERS pension system.	0.40	\$315.60
10/03/19	Jeffrey W. Levitan	210	[REDACTED: Work relating to court-ordered mediation] (0.50); [REDACTED: Work relating to court-ordered mediation] (4.40); [REDACTED: Work relating to court-ordered mediation] (0.20).	5.10	\$4,023.90
10/03/19	Margaret A. Dale	210	[REDACTED: Work relating to court-ordered mediation] (3.40); [REDACTED: Work relating to court-ordered mediation] (0.20).	3.60	\$2,840.40
10/03/19	Margaret A. Dale	210	[REDACTED: Work relating to court-ordered mediation] (0.20); [REDACTED: Work relating to court-ordered mediation] (0.50).	0.70	\$552.30
10/04/19	Jennifer L. Roche	210	Conference with E. Carino regarding ERS discovery drafts (0.30); Review and analyze memoranda regarding ERS bond issuance and analysis regarding issues for motion for judgment on pleadings on ultra vires issues (1.80).	2.10	\$1,656.90
10/04/19	Elisa Carino	210	Conference with J. Roche regarding draft discovery (0.30); Draft requests for admission (1.00); Review and revise draft interrogatories, draft requests for admission, and draft requests for production (4.10).	5.40	\$4,260.60
10/04/19	Joshua A. Esses	210	Review communications on ERS scheduling order.	0.10	\$78.90
10/06/19	William D. Dalsen	210	Correspondence with M. Dale regarding proposed ERS schedule.	0.10	\$78.90
10/07/19	William D. Dalsen	210	Correspondence with team regarding proposed ERS schedule (0.10).	0.10	\$78.90

33260 FOMB  
PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER  
0007 PROMESA TITLE III: ERS

Invoice 190131906

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Date	Timekeeper	Task	Description	Hours	Amount
10/07/19	Jeffrey W. Levitan	210	Teleconference and e-mail A. Chepenick regarding expert report.	0.20	\$157.80
10/08/19	Jennifer L. Roche	210	Review proposed scheduling and stay abatement order and proposed edits to same (0.30); E-mails with Committee and Bondholder counsel regarding draft order (0.10).	0.40	\$315.60
10/09/19	Margaret A. Dale	210	Review ERS bondholders' revised draft of proposed order lifting stay and setting schedule (0.50); Review UCC and SCC comments/revisions to proposed order (0.30); Confer with J. Roche regarding ERS stay (0.10); Communications with W. Dalsen regarding same (0.10).	1.00	\$789.00
10/09/19	Jennifer L. Roche	210	Conference with M. Dale regarding ERS stay-abatement issues (0.10); Review and revise draft discovery responses (1.20); Review proposed revisions to order modifying litigation stay (0.20); E-mails with committee counsel regarding order (0.10).	1.60	\$1,262.40
10/10/19	Elliot Stevens	210	E-mail with M. Dale relating to ERS lien challenge complaints.	0.10	\$78.90
10/10/19	Jennifer L. Roche	210	Review and revise draft discovery requests to bondholders regarding lien scope and ultra vires issues (2.00); Review and analyze proposed revisions to draft stay-abatement order (0.20); E-mails with committee counsel regarding same (0.10).	2.30	\$1,814.70
10/11/19	Jeffrey W. Levitan	210	E-mail with A. Chepenick regarding expert report (0.20); Conference J. Esses regarding scheduling (0.10).	0.30	\$236.70
10/12/19	William D. Dalsen	210	Correspondence with team regarding draft proposed scheduling order for ultra vires and lien scope matters.	0.10	\$78.90
10/14/19	Joshua A. Esses	210	Teleconference with bondholders and government parties on scheduling order (0.70); Meet with J. Levitan on ERS scheduling order (0.20); Review draft scheduling order (1.00).	1.90	\$1,499.10
10/14/19	William D. Dalsen	210	[REDACTED: Work relating to court-ordered mediation] (0.70); [REDACTED: Work relating to court-ordered mediation] (0.10).	0.80	\$631.20



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Date	Timekeeper	Task	Description	Hours	Amount
10/14/19	Jennifer L. Roche	210	E-mails with Committee and government party counsel regarding order modifying litigation stay (0.20); Conduct analysis regarding parties' proposed edits to proposed order (0.50); [REDACTED: Work relating to court-ordered mediation] (0.50).	1.20	\$946.80
10/14/19	Margaret A. Dale	210	Review comments from government parties counsel regarding proposed urgent joint motion and order unstaying litigation and schedule regarding same (0.50); Teleconference with J. Levitan regarding proposed urgent joint motion and order unstaying litigation and schedule (0.20); [REDACTED: Work relating to court-ordered mediation] (0.70).	1.40	\$1,104.60
10/14/19	Jeffrey W. Levitan	210	Review e-mails regarding scheduling order (0.10); E-mail with A. Chepenik regarding experts (0.10); Teleconference M. Dale regarding preparation for call, experts (0.20); Conference J. Esses regarding scheduling order (0.20); [REDACTED: Work relating to court-ordered mediation] (0.70); [REDACTED: Work relating to court-ordered mediation] (0.20); Teleconference P. Friedman regarding scheduling order (0.20).	1.70	\$1,341.30
10/15/19	William D. Dalsen	210	Teleconference with J. Roche regarding ERS discovery matters and expert matters (0.40); Correspondence with team regarding ERS scheduling matters (0.20).	0.60	\$473.40
10/15/19	Jennifer L. Roche	210	Conference with W. Dalsen regarding ERS strategy (0.40); E-mails with W. Dalsen, M. Dale and J. Esses regarding ERS strategy and experts (0.20).	0.60	\$473.40
10/15/19	Joshua A. Esses	210	Draft comments to ERS scheduling order.	0.50	\$394.50
10/16/19	William D. Dalsen	210	[REDACTED: Work relating to court-ordered mediation].	0.50	\$394.50
10/16/19	Jeffrey W. Levitan	210	Review revisions to scheduling orders, e-mail and teleconferences J. Esses (0.50); E-mail and conferences with A. Bongartz regarding scheduling order (0.30); Teleconference M. Dale, review e-mails regarding scheduling order (0.30); Review further revised scheduling order and motion (0.50); [REDACTED: Work relating to court-ordered mediation] (0.50).	2.10	\$1,656.90

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Date	Timekeeper	Task	Description	Hours	Amount
10/16/19	Margaret A. Dale	210	Review Bondholder edits to motion to lift stay/set schedule on lien scope and ultra vires issues (0.30); Communications with J. Levitan and counsel for UCC, Retirees, SCC regarding Bondholder edits and further edits to motion to lift stay/set schedule on lien scope and ultra vires issues (0.50); [REDACTED: Work relating to court-ordered mediation] (0.50).	1.30	\$1,025.70
10/16/19	Joshua A. Esses	210	Teleconference with J. Levitan on ERS scheduling order (0.40).	0.40	\$315.60
10/17/19	Jennifer L. Roche	210	Conduct analysis regarding potential experts for lien scope and ultra vires issues.	1.00	\$789.00
10/17/19	Joshua A. Esses	210	Review draft scheduling order.	0.60	\$473.40
10/18/19	Jennifer L. Roche	210	E-mails with Bondholder and Committee counsel regarding order to lift stay (0.10); Review proposed order (0.20); Conference with M. Dale, J. Levitan and W. Dalsen regarding discovery issues (0.50).	0.80	\$631.20
10/18/19	William D. Dalsen	210	Team call with M. Dale and J. Levitan regarding ERS scheduling and discovery matters.	0.50	\$394.50
10/18/19	Margaret A. Dale	210	Conference call with Proskauer team and J. Levitan to discuss discovery issues related to lien scope and ultra vires.	0.50	\$394.50
10/18/19	Jeffrey W. Levitan	210	Review e-mails, revised procedures motion (0.30); Participate in call with W. Dalsen, M. Dale, and J. Roche regarding discovery, pleadings (0.50); E-mails E. Barak regarding experts (0.10).	0.90	\$710.10
10/21/19	Jeffrey W. Levitan	210	Review C. Steege e-mail regarding experts (0.10); E-mails with M. Dale regarding experts (0.20); E-mails with W. Dalsen, J. Esses regarding tracing (0.40).	0.70	\$552.30
10/21/19	Steven O. Weise	210	Review security interest issues.	2.30	\$1,814.70
10/21/19	William D. Dalsen	210	Teleconference with M. Dale regarding ERS discovery matters (0.10); Correspondence with counsel to AAFAF regarding ERS scheduling matters (0.20).	0.30	\$236.70

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Date	Timekeeper	Task	Description	Hours	Amount
10/21/19	Jennifer L. Roche	210	Review and revise draft discovery on lien scope and ultra vires issues (1.40); Conference with AAFAF counsel regarding expert and discovery issues on lien scope and ultra vires issues (0.40); Follow-up e-mails with W. Dalsen (0.20); E-mails with W. Dalsen, J. Levitan and J. Esses regarding tracing issues (0.10); E-mails with committee counsel regarding potential experts (0.10).	2.20	\$1,735.80
10/22/19	Steven O. Weise	210	Review security interest issues.	1.50	\$1,183.50
10/22/19	Jennifer L. Roche	210	Review objections to joint motion to abate stay.	0.30	\$236.70
10/23/19	Jennifer L. Roche	210	Conference with Committee and AAFAF counsel regarding objections to motion to abate stay.	0.50	\$394.50
10/23/19	Margaret A. Dale	210	Review e-mails related to expert issues (0.20); Review two objections to lift-stay motion (0.30); Conference with J. Levitan regarding work to do regarding discovery/experts (0.30); Conference call with government parties and committees to discuss resolution of UBS objection and replies (0.60); E-mails with R. Kim regarding tracing analysis (0.30); Review revised draft of reply brief (0.30); E-mails with Committees and government parties regarding reply (0.20).	2.20	\$1,735.80
10/23/19	Ralph C. Ferrara	210	Review summary regarding Board/UCC/ERS joint motion to modify stay to allow ERS bond challenges (0.20); Review summary regarding UBS objection to ERS-related stay modification (0.20).	0.40	\$315.60
10/23/19	Mee R. Kim	210	E-mail with M. Dale regarding ERS fund tracing (0.10); E-mails with M. Dale, J. Roche, W. Dalsen regarding same (0.30).	0.40	\$315.60
10/23/19	Jeffrey W. Levitan	210	[REDACTED: Work relating to court-ordered mediation] (0.50); Attend call with Committee, Special Claims Committee representatives regarding litigation schedule (0.60); Teleconference with B. Rosen regarding litigation schedule (0.10); Review revised response to objection, comments (0.40); Review procedures order, conference B. Rosen regarding amended objection (0.50).	2.10	\$1,656.90
10/23/19	Steven O. Weise	210	Review tracing and other UCC issues.	2.70	\$2,130.30

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Date	Timekeeper	Task	Description	Hours	Amount
10/23/19	William D. Dalsen	210	[REDACTED: Work relating to court-ordered mediation] (0.60); [REDACTED: Work relating to court-ordered mediation] (0.20); Review draft reply brief in support of joint scheduling motion (0.20).	1.00	\$789.00
10/24/19	William D. Dalsen	210	Correspondence with team regarding expert discovery matters (0.20); Prepare for call regarding experts with Committees (0.20); Teleconference with Committees regarding experts (0.50).	0.90	\$710.10
10/24/19	Mee R. Kim	210	E-mails with M. Dale, J. Roche, W. Dalsen regarding funds tracing (0.70); Teleconference with Proskauer and other counsel regarding funds tracing and strategy (0.50).	1.20	\$946.80
10/24/19	Steven O. Weise	210	Review tracing issues.	2.90	\$2,288.10
10/24/19	Margaret A. Dale	210	Conference call with Committees, SCC, and Proskauer to discuss potential experts (0.50); Communications with W. Dalsen and R. Kim regarding tracing analysis (0.20); Review revised draft of reply brief on motion regarding discovery schedule (0.20); E-mails with Committees and government parties regarding reply brief (0.10); Teleconference with J. El Koury regarding expert retention (0.20); Teleconference with J. Levitan regarding reply brief and expert retention (0.20).	1.40	\$1,104.60
10/24/19	Jennifer L. Roche	210	Conference with committee counsel and AAFAF counsel regarding potential experts (0.50); Analyze tracing rules for lien scope cases (0.70); Review draft reply in support of motion to modify stay (0.10); E-mails with committee and bondholder counsel regarding reply (0.10).	1.40	\$1,104.60

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Date	Timekeeper	Task	Description	Hours	Amount
10/24/19	Jeffrey W. Levitan	210	Conferences M. Dale regarding discovery, ultra vires (0.20); E-mail with S. Weise regarding tracing (0.10); Review S. Weise memos regarding tracing (0.50); Review revised procedures order, related e-mails (0.20); Participate in call with committee representatives regarding litigation strategy, experts (0.50); Teleconference J. Richman regarding takings (0.20); E-mail and teleconference A. Chepenick regarding experts (0.20); Conference B. Rosen, review e-mails regarding additional claims objections (0.20).	2.10	\$1,656.90
10/24/19	Jonathan E. Richman	210	Teleconference with J. Levitan regarding strategy on takings issues (0.20); Review research regarding same (1.20).	1.40	\$1,104.60
10/25/19	Jennifer L. Roche	210	E-mails with M. Dale, W. Dalsen and R. Kim regarding lien scope issues and tracing analysis.	0.20	\$157.80
10/25/19	Margaret A. Dale	210	Communications with R. Kim and W. Dalsen regarding tracing issue (0.30).	0.30	\$236.70
10/25/19	Jeffrey W. Levitan	210	Review J. Richman memorandum, e-mail to J. Richman, e-mail to B. Rosen regarding taking.	0.50	\$394.50
10/25/19	Mee R. Kim	210	E-mails with M. Dale, W. Dalsen and C. Tarrant regarding case documents (0.20); E-mails with M. Dale, J. Roche and W. Dalsen regarding same (0.30).	0.50	\$394.50
10/25/19	Steven O. Weise	210	Review tracing issues.	3.30	\$2,603.70
10/26/19	Jeffrey W. Levitan	210	E-mail C. Tarrant regarding pleadings (0.10); Telephone conference with M. Dale regarding response to claim objection, lien (0.20); E-mails with same regarding same (0.20); Review bondholder response to ultra vires objections (1.20); Review pleadings chart (0.20).	1.90	\$1,499.10
10/26/19	Jennifer L. Roche	210	Review answer and counterclaims filed in lien scope proceedings (0.30); Conference with W. Dalsen and M. Dale regarding same (0.50).	0.80	\$631.20
10/26/19	Margaret A. Dale	210	Review BH and BNYM answers/counterclaims and responses to claim objections (1.20); Teleconference with J. Levitan regarding answering counterclaims (0.20); Conference call with J. Roche and W. Dalsen regarding answering counterclaims (0.50).	1.90	\$1,499.10

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Date	Timekeeper	Task	Description	Hours	Amount
10/26/19	William D. Dalsen	210	Teleconference with M. Dale and J. Roche regarding preparing answer to counterclaims in ERS litigations.	0.50	\$394.50
10/27/19	Joshua A. Esses	210	Review ERS pleadings (0.30); Teleconference on coordinated ERS responses with Committee and AAFAF (0.60).	0.90	\$710.10
10/27/19	William D. Dalsen	210	Review counterclaims filed against ERS by BNYM, Glendon, Andalusian, and PR AAA Funds (0.40); Correspondence with team analyzing counterclaims (0.30); Correspondence with C. Tarrant regarding preparation of answer chart (0.10); Teleconference with counterclaim defendant group regarding preparation of answers to counterclaims and affirmative defenses (0.50).	1.30	\$1,025.70
10/27/19	Jeffrey W. Levitan	210	E-mails W. Dalsen regarding answers to lien scope.	0.30	\$236.70
10/27/19	Steven O. Weise	210	Review tracing issues.	3.70	\$2,919.30
10/27/19	Margaret A. Dale	210	Review answers/counterclaims/responses filed by bondholders (0.40); E-mails with W. Dalsen and C. Tarrant regarding answering counterclaims (0.20); Conference call with counsel for Committees, UCC regarding answering counterclaims (0.50).	1.10	\$867.90
10/28/19	Joshua A. Esses	210	Meet with B. Rosen on ultra vires briefing and constitutional claims (0.40); Draft discovery documents for government parties in lien scope proceeding (0.70).	1.10	\$867.90
10/28/19	Mee R. Kim	210	E-mails with M. Dale regarding case documents.	0.10	\$78.90
10/28/19	Steven O. Weise	210	Review tracing issues.	2.10	\$1,656.90
10/28/19	Brian S. Rosen	210	Office conference with J. Esses regarding ERS litigation/plan update (0.40).	0.40	\$315.60
10/28/19	Margaret A. Dale	210	Teleconference with B. Rosen regarding status/counterclaims (0.20); E-mails with T. Axelrod regarding ultra vires claim (0.20); Review drafts of discovery requests (1.40).	1.80	\$1,420.20
10/28/19	William D. Dalsen	210	Teleconference with J. Roche regarding answer to bondholder counterclaims (0.40).	0.40	\$315.60
10/29/19	Jeffrey W. Levitan	210	E-mail to A. Chepenik, e-mail to M. Dale regarding experts (0.20); E-mail to W. Dalsen regarding answer (0.10).	0.30	\$236.70

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Date	Timekeeper	Task	Description	Hours	Amount
10/29/19	William D. Dalsen	210	Correspondence with team regarding draft answer (0.40); Correspondence with counterclaim defense group regarding draft answer (0.10); Correspondence with team regarding discovery requests and draft answer (0.10).	0.60	\$473.40
10/29/19	Jennifer L. Roche	210	Analysis and revisions to draft answer responses (0.80); E-mails with W. Dalsen regarding same (0.20); Review proposed revisions to draft discovery (0.20); Conference with J. Esses regarding draft discovery (0.20); Conference with M. Root regarding draft discovery (0.10); Revise draft discovery and incorporate ultra vires issues addressed by Retiree Committee counsel (3.00); Conference and e-mail with Committee and AAFAF counsel regarding answers to counterclaims (0.50); E-mail and conference with M. Dale regarding discovery and strategy regarding lien scope issues (0.30); Conference with E. Carino regarding discovery issues (0.10).	5.40	\$4,260.60
10/29/19	Joshua A. Esses	210	Teleconference with ERS government parties on clawback action (0.50); Draft requests for admission, production, and interrogatories (1.80); Review draft counterclaim (0.30).	2.60	\$2,051.40
10/29/19	Margaret A. Dale	210	Review drafts of answers to counterclaims (0.80); E-mails with J. Roche and W. Dalsen regarding discovery issues and answers to counterclaims (0.30); Teleconference with J. Roche regarding expert issues (0.20).	1.30	\$1,025.70
10/30/19	Jeffrey W. Levitan	210	Telephone conference J. Negron regarding tracing (0.20); Conference with J. Esses regarding answer (0.10); E-mail C. Steege regarding experts (0.20); Conference with M. Dale regarding status, discovery (0.20); E-mail A. Chepenick regarding expert (0.10); E-mail to J. Roche regarding discovery (0.30).	1.10	\$867.90
10/30/19	William D. Dalsen	210	Teleconference with J. Roche regarding previously produced documents in ERS litigation (0.10); Correspondence with team regarding initial disclosure (0.10).	0.20	\$157.80

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Date	Timekeeper	Task	Description	Hours	Amount
10/30/19	Margaret A. Dale	210	Confer with Committee regarding discovery issues (0.20); Communications with Committees, J. Roche and W. Dalsen regarding discovery requests and answer to counterclaims (0.40); Confer with J. Levitan regarding status, discovery (0.20); Review comments to discovery requests (0.50); Review comments to answer to counterclaims (0.80).	2.10	\$1,656.90
10/30/19	William D. Dalsen	210	Draft initial disclosures for Board (0.80); Draft initial disclosures for ERS (0.50).	1.30	\$1,025.70
10/30/19	Jennifer L. Roche	210	Analysis regarding discovery issues and documents supporting ultra vires issues (1.80); Conference with Retiree Committee counsel regarding ultra vires discovery issues (0.20); Conference and e-mails with J. Esses, J. Levitan, W. Dalsen and M. Dale regarding draft discovery (0.30); Review proposed edits to draft discovery (0.70); Conference with M. Pocha regarding discovery issues (0.20); Review and revise draft initial disclosures (0.30).	3.50	\$2,761.50
10/30/19	Brian S. Rosen	210	Review ERS demand letter (0.20); Review M. Bienenstock memorandum regarding same (0.10); Memorandum to J. Levitan regarding same (0.10); Memorandum to J. Esses regarding same (0.20).	0.60	\$473.40
10/30/19	Elliot Stevens	210	E-mail to P. Possinger and others relating to ERS derivative standing and recourse arguments (0.40).	0.40	\$315.60
10/30/19	Joshua A. Esses	210	Review draft discovery requests.	0.30	\$236.70
10/31/19	Elliot Stevens	210	E-mail to J. Esses relating to draft ERS demand response letter (0.10).	0.10	\$78.90
10/31/19	Mee R. Kim	210	E-mails with M. Dale regarding case documents (0.20); E-mails with M. Dale, J. Roche and W. Dalsen regarding same (0.10); E-mails with M. Dale, litigation team and restructuring team regarding tracing analysis (0.20).	0.50	\$394.50



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Date	Timekeeper	Task	Description	Hours	Amount
10/31/19	Jennifer L. Roche	210	Review and revise draft discovery to bondholders regarding ultra vires and lien scope issues (3.00); Review proposed edits to answer to counterclaims (0.30); E-mails and conferences with Committee and AAFAF counsel regarding discovery issues (0.60); Call with W. Dalsen and M. Dale regarding edits to written discovery and draft answer (0.50); Conferences and e-mails with M. Dale and W. Dalsen regarding discovery and answer to counterclaims (0.60).	5.00	\$3,945.00
10/31/19	Steven O. Weise	210	Review tracing issues.	0.80	\$631.20
10/31/19	Margaret A. Dale	210	Review and revise discovery requests (0.60); Review and revise answer to counterclaims (0.80); Conference call with J. Roche and W. Dalsen to discuss discovery requests and answers to counterclaims (0.50); Conference call with Ernst Young regarding expert work (0.50); Review draft Ernst Young deck (0.40); Communications with J. Roche regarding bondholders' demand for avoidance action (0.30); E-mails with bondholder counsel regarding discovery issues (0.20).	3.30	\$2,603.70
10/31/19	Joshua A. Esses	210	Call with financial advisor on tracing issues (0.60); Review draft answer and interrogatories (2.10); Discuss draft answer with J. Levitan (0.20).	2.90	\$2,288.10
10/31/19	Paul Possinger	210	Call with M. Dale regarding lien scope adversary (0.20); E-mails with J. Esses regarding demand letter (0.20).	0.40	\$315.60

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Date	Timekeeper	Task	Description	Hours	Amount
10/31/19	Jeffrey W. Levitan	210	Review Ernst Young tracing materials and e-mail A. Chepenik regarding same (0.50); Participate in call with Ernst Young regarding expert testimony (0.60); E-mail M. Root regarding experts (0.10); E-mail and telephone conference W. Dalsen regarding answer (0.20); Review internal e-mails regarding answer, discovery (0.20); Review Bennett demand letter regarding claims against Commonwealth, review draft response e-mails regarding same (0.50); Telephone conference J. Roche regarding answer, discovery (0.10); Review answer and counterclaims and draft response (1.30); Telephone conference J. Esses regarding answer and counterclaims (0.20); Telephone conference M. Dale, W. Dalsen, J. Roche regarding discovery, pleadings (0.40).	4.10	\$3,234.90
10/31/19	William D. Dalsen	210	Analyze edits to draft discovery requests to bondholders (0.20); Correspondence with team regarding proposed edits to draft discovery requests to bondholders (0.20); Call with M. Dale, J. Levitan, and J. Roche regarding same (0.50); Correspondence with team regarding proposed edits to draft answer to counterclaims (0.30); Call with J. Roche and M. Dale regarding edits to written discovery and draft answer (0.50).	1.70	\$1,341.30
<b>Analysis and Strategy</b>				<b>152.90</b>	<b>\$120,638.10</b>

**General Administration -- 212**

Date	Timekeeper	Task	Description	Hours	Amount
10/03/19	Lawrence T. Silvestro	212	Review and prepare ERS related conway report for review by M. Dale.	0.90	\$243.00
10/07/19	Scarlett A. Neuberger	212	Create index for binder of cited cases from Brown Rudnick memorandum.	0.60	\$162.00
10/23/19	Christopher M. Tarrant	212	Research regarding ERS bondholder claims and underlying documents and pleadings.	1.90	\$513.00
10/25/19	Christopher M. Tarrant	212	Research regarding underlying pleadings for lien scope and Ultra Vires actions (0.60); Prepare electronic binder of all information for R. Kim (0.50).	1.10	\$297.00

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Date	Timekeeper	Task	Description	Hours	Amount
10/26/19	Christopher M. Tarrant	212	Review main Title II cases and adversary cases in connection with answers, responses and related pleadings filed on 10/25 regarding lien scope and ultra vires (1.60); Gather pleadings (0.60); Create index and binder for M. Dale and J. Levitan (1.30); E-mails to M. Dale and J. Levitan regarding same (0.40).	3.90	\$1,053.00
10/27/19	Christopher M. Tarrant	212	Review answers and pleadings filed regarding lien scope and ultra vires (1.60); Draft answer chart for M. Dale and W. Dalsen (1.60); E-mail to W. Dalsen regarding same (0.10).	3.30	\$891.00
10/28/19	Christopher M. Tarrant	212	Research additional pleadings related to ERS ultra vires issues (0.70); Prepare binder for J. Levitan (0.40).	1.10	\$297.00
<b>General Administration</b>				<b>12.80</b>	<b>\$3,456.00</b>

**Employment and Fee Applications -- 218**

Date	Timekeeper	Task	Description	Hours	Amount
10/03/19	Christopher M. Tarrant	218	Review and revise seventh interim fee application.	1.30	\$351.00
10/03/19	Natasha Petrov	218	Continue review of invoices and redacting certain entries for interim filing.	0.60	\$162.00
10/14/19	Natasha Petrov	218	Continue drafting Proskauer seventh interim fee application.	0.40	\$108.00
10/18/19	Christopher M. Tarrant	218	Review and revise fee application and related exhibits.	1.30	\$351.00
10/22/19	Natasha Petrov	218	Draft seventh interim fee application.	4.40	\$1,188.00
10/23/19	Natasha Petrov	218	Draft seventh interim fee application.	1.70	\$459.00
10/24/19	Natasha Petrov	218	Redact certain invoice entries for interim fee application.	1.60	\$432.00
10/30/19	Natasha Petrov	218	Draft seventh interim fee application.	4.10	\$1,107.00
10/31/19	Natasha Petrov	218	Draft seventh interim fee application.	1.30	\$351.00
<b>Employment and Fee Applications</b>				<b>16.70</b>	<b>\$4,509.00</b>

**Total for Professional Services**

**\$151,563.00**

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### Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
BRIAN S. ROSEN	PARTNER	1.00	789.00	\$789.00
JEFFREY W. LEVITAN	PARTNER	31.10	789.00	\$24,537.90
JONATHAN E. RICHMAN	PARTNER	5.30	789.00	\$4,181.70
MARGARET A. DALE	PARTNER	26.50	789.00	\$20,908.50
MARTIN J. BIENENSTOCK	PARTNER	6.80	789.00	\$5,365.20
PAUL POSSINGER	PARTNER	0.40	789.00	\$315.60
RALPH C. FERRARA	PARTNER	0.40	789.00	\$315.60
STEVEN O. WEISE	PARTNER	19.30	789.00	\$15,227.70
<b>Total for PARTNER</b>		<b>90.80</b>		<b>\$71,641.20</b>
JENNIFER L. ROCHE	SENIOR COUNSEL	36.60	789.00	\$28,877.40
<b>Total for SENIOR COUNSEL</b>		<b>36.60</b>		<b>\$28,877.40</b>
ELISA CARINO	ASSOCIATE	10.60	789.00	\$8,363.40
ELLIOT STEVENS	ASSOCIATE	0.60	789.00	\$473.40
JOSHUA A. ESSES	ASSOCIATE	15.10	789.00	\$11,913.90
MEE R. KIM	ASSOCIATE	2.70	789.00	\$2,130.30
PHILIP OMOROGBE	ASSOCIATE	3.30	789.00	\$2,603.70
WILLIAM D. DALSEN	ASSOCIATE	22.30	789.00	\$17,594.70
<b>Total for ASSOCIATE</b>		<b>54.60</b>		<b>\$43,079.40</b>
CHRISTOPHER M. TARRANT	LEGAL ASSISTANT	13.90	270.00	\$3,753.00
LAWRENCE T. SILVESTRO	LEGAL ASSISTANT	0.90	270.00	\$243.00
NATASHA PETROV	LEGAL ASSISTANT	14.10	270.00	\$3,807.00
SCARLETT A. NEUBERGER	LEGAL ASSISTANT	0.60	270.00	\$162.00
<b>Total for LEGAL ASSISTANT</b>		<b>29.50</b>		<b>\$7,965.00</b>
<b>Total</b>		<b>211.50</b>		<b>\$151,563.00</b>

### For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
10/01/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.40
10/01/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.30
10/03/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.00
10/03/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.00
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.00
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.80
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.80

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Date	Timekeeper	Type	Description	Amount
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.00
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.00
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.80
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.80
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.00
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.40

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Date	Timekeeper	Type	Description	Amount
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.80
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$2.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.80
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.10
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$2.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.10
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$2.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.80
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.10
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$2.60
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.40
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.70
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.30
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.20
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$1.80
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.90
10/07/2019	Scarlett A. Neuberger	REPRODUCTION	REPRODUCTION	\$0.50
10/14/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$7.00
10/14/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.00
10/14/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$0.20
10/14/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.50
10/14/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.10
10/14/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.60
10/16/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.30
10/25/2019	Mee R. Kim	REPRODUCTION	REPRODUCTION	\$0.20
10/25/2019	Mee R. Kim	REPRODUCTION	REPRODUCTION	\$0.30
10/25/2019	Mee R. Kim	REPRODUCTION	REPRODUCTION	\$2.60



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Date	Timekeeper	Type	Description	Amount
10/25/2019	Mee R. Kim	REPRODUCTION	REPRODUCTION	\$5.40
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$36.60
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$48.30
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.50
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$26.10
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$49.80
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$36.00
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$26.10
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.30
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.90
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.60
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.90
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$48.90
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$26.10
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$36.60
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$36.00
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$48.30
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$26.10
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$49.80
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.50
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.90
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.30
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$51.90
10/28/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$57.90
10/29/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.50
10/29/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.20
10/31/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.80
10/31/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.10
10/31/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.50
10/31/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.50
10/31/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.30
			<b>Total for REPRODUCTION</b>	<b>\$725.80</b>

Date	Timekeeper	Type	Description	Amount
10/03/2019	Martin J. Bienenstock	MESSENGER/DELIVERY	MESSENGER/DELIVERY Delivery NATALIE JARESKO FIN OVERSIGHT AND MGMT BD F W ORLD PLAZA 268 MUNOZ RIVERA AVENUE HATO REY PR, Tracking #: 776476504800, Shipped on 100319, Invoice #: 186477089	\$121.61
			<b>Total for MESSENGER/DELIVERY</b>	<b>\$121.61</b>

Date	Timekeeper	Type	Description	Amount
10/03/2019	William D. Dalsen	OUT OF TOWN MEALS	OUT OF TOWN MEALS [REDACTED: Expense relating to court-ordered mediation]	\$40.00
			<b>Total for OUT OF TOWN MEALS</b>	<b>\$40.00</b>

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Date	Timekeeper	Type	Description	Amount
10/03/2019	William D. Dalsen	LODGING	LODGING Hotel - [REDACTED: Expense relating to court-ordered mediation]	\$1,000.00
			<b>Total for LODGING</b>	<b>\$1,000.00</b>

Date	Timekeeper	Type	Description	Amount
09/09/2019	Jeffrey W. Levitan	FOOD SERVICE/CONF. DINING	FOOD SERVICE/CONF. DINING Meals Invoice Date 09/20/2019 1909209019 Catering for: 0450 - Levitan, Jeffrey W. Booked On: 09/03/2019;Event Date:09/09/2019 Office: New York - 11XS; Room(s): 2810 CM# 33260.0007	\$92.54
09/09/2019	Jeffrey W. Levitan	FOOD SERVICE/CONF. DINING	FOOD SERVICE/CONF. DINING Meals Invoice Date 09/20/2019 1909209019 Catering for: 0450 - Levitan, Jeffrey W. Booked On: 09/03/2019;Event Date:09/09/2019 Office: New York - 11XS; Room(s): 2810 CM# 33260.0007 <b>Total for FOOD SERVICE/CONF. DINING</b>	\$549.82       <b>\$642.36</b>

#### Charges and Disbursements Summary

Type of Disbursements	Amount
REPRODUCTION	725.80
MESSENGER/DELIVERY	121.61
OUT OF TOWN MEALS	40.00
LODGING	1,000.00
FOOD SERVICE/CONF. DINING	642.36
<b>Total Expenses</b>	<b>\$2,529.77</b>
<b>Total Amount for this Matter</b>	<b>\$154,092.77</b>



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Summary of Time Billed by Task		Hours	Value
212	General Administration	1.10	\$297.00
219	Appeal	41.20	\$32,506.80
Total		42.30	\$32,803.80

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**General Administration -- 212**

Date	Timekeeper	Task	Description	Hours	Amount
10/31/19	Lawrence T. Silvestro	212	Review and compile case briefing, appendices, case statutory and legal authorities (1.10).	1.10	\$297.00
<b>General Administration</b>				<b>1.10</b>	<b>\$297.00</b>

**Appeal -- 219**

Date	Timekeeper	Task	Description	Hours	Amount
10/01/19	Steven O. Weise	219	Review issues regarding section 552 appeal.	2.20	\$1,735.80
10/01/19	Jeffrey W. Levitan	219	E-mail with J. Roberts regarding ERS certiorari (0.10).	0.10	\$78.90
10/02/19	Steven O. Weise	219	Review issues regarding section 552 appeal.	1.70	\$1,341.30
10/03/19	Steven O. Weise	219	Review issues regarding section 552 appeal.	2.40	\$1,893.60
10/07/19	John E. Roberts	219	Review Supreme Court decision denying petition for certiorari in ERS matter.	0.10	\$78.90
10/07/19	Jeffrey W. Levitan	219	Review certiorari denial.	0.20	\$157.80
10/07/19	Steven O. Weise	219	Review section 552 issues.	3.30	\$2,603.70
10/07/19	William D. Dalsen	219	Correspondence with team regarding Supreme Court denial of certiorari petition in lien perfection matter (0.10).	0.10	\$78.90
10/07/19	Kevin J. Perra	219	Review and analyze court filings.	0.50	\$394.50
10/08/19	Kevin J. Perra	219	Review and analyze court filings.	0.40	\$315.60
10/08/19	Ralph C. Ferrara	219	Review summary regarding Supreme Court denial of Board petition for writ of certiorari (0.10); E-mail to J. Richman regarding same (0.10).	0.20	\$157.80
10/08/19	Steven O. Weise	219	Review section 552 issues.	2.80	\$2,209.20
10/10/19	Steven O. Weise	219	Review section 552 briefs and issues.	2.30	\$1,814.70
10/16/19	Steven O. Weise	219	Review section 552 briefs and issues.	1.70	\$1,341.30
10/22/19	Kevin J. Perra	219	Review and analyze court filings.	0.70	\$552.30
10/24/19	Timothy W. Mungovan	219	Andalusian: Communications with J. Roberts and M. Harris regarding oral argument in First Circuit in December (0.30).	0.30	\$236.70
10/24/19	Kevin J. Perra	219	Review and analyze court filings.	0.30	\$236.70
10/24/19	Steven O. Weise	219	Review § 552 issues.	3.20	\$2,524.80
10/26/19	Timothy W. Mungovan	219	Andalusian: Communications with M. Firestein and J. Roberts regarding preparing for oral argument in First Circuit (0.20).	0.20	\$157.80
10/26/19	Steven O. Weise	219	Review UCC issues for appeal.	1.40	\$1,104.60
10/28/19	Timothy W. Mungovan	219	Communications with M. Bienenstock regarding appellate argument (0.20).	0.20	\$157.80
10/29/19	Steven O. Weise	219	Review § 552 issues.	2.70	\$2,130.30

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Date	Timekeeper	Task	Description	Hours	Amount
10/30/19	Steven O. Weise	219	Review § 552 issues.	2.70	\$2,130.30
10/31/19	Martin J. Bienenstock	219	Prepare for oral argument of Section 552 appeal, including reviewing record, decisions, appellate briefs and researching responses to appellants' reply brief.	8.50	\$6,706.50
10/31/19	Joshua A. Esses	219	Draft outline for section 552 oral argument (3.00).	3.00	\$2,367.00
<b>Appeal</b>				<b>41.20</b>	<b>\$32,506.80</b>

**Total for Professional Services**

**\$32,803.80**

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
JEFFREY W. LEVITAN	PARTNER	0.30	789.00	\$236.70
KEVIN J. PERRA	PARTNER	1.90	789.00	\$1,499.10
MARTIN J. BIENENSTOCK	PARTNER	8.50	789.00	\$6,706.50
RALPH C. FERRARA	PARTNER	0.20	789.00	\$157.80
STEVEN O. WEISE	PARTNER	26.40	789.00	\$20,829.60
TIMOTHY W. MUNGOVAN	PARTNER	0.70	789.00	\$552.30
<b>Total for PARTNER</b>		<b>38.00</b>		<b>\$29,982.00</b>
JOSHUA A. ESSES	ASSOCIATE	3.00	789.00	\$2,367.00
WILLIAM D. DALSEN	ASSOCIATE	0.10	789.00	\$78.90
<b>Total for ASSOCIATE</b>		<b>3.10</b>		<b>\$2,445.90</b>
JOHN E. ROBERTS	SENIOR COUSEL	0.10	789.00	\$78.90
<b>Total for SENIOR COUNSEL</b>		<b>0.10</b>		<b>\$78.90</b>
LAWRENCE T. SILVESTRO	LEGAL ASSISTANT	1.10	270.00	\$297.00
<b>Total for LEGAL ASSISTANT</b>		<b>1.10</b>		<b>\$297.00</b>
<b>Total</b>		<b>42.30</b>		<b>\$32,803.80</b>

**For Charges and Disbursements**

<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.40
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.40
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.50
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.30
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.30
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.30
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.30
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$1.00
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.40
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.30
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.30
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.60

0045 ERS TITLE III - ALTAIR

[illegible]

0045 ERS TITLE III - ALTAIR

[illegible]



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Invoice 190131907

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0045 ERS TITLE III - ALTAIR

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Date	Timekeeper	Type	Description	Amount
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.50
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$2.50
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$1.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.20
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.30
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.30
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.40
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Lawrence T. Silvestro	REPRODUCTION	REPRODUCTION	\$0.10
10/08/2019	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$0.70
10/28/2019	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$16.10
10/28/2019	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$0.50
<b>Total for REPRODUCTION</b>				<b>\$80.70</b>

Date	Timekeeper	Type	Description	Amount
10/31/2019	Lawrence T. Silvestro	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$109.00
<b>Total for LEXIS</b>				<b>\$109.00</b>

**Charges and Disbursements Summary**

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0045 ERS TITLE III - ALTAIR

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Type of Disbursements		Amount
REPRODUCTION		80.70
LEXIS		109.00
Total Expenses		<u>\$189.70</u>
Total Amount for this Matter		<u>\$32,993.50</u>



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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

0048 ERS TITLE III - MISCELLANEOUS

Page 1

Summary of Time Billed by Task		Hours	Value
201	Tasks relating to the Board and Associated Members	0.40	\$315.60
204	Communications with Claimholders	0.30	\$236.70
208	Stay Matters	9.90	\$7,811.10
210	Analysis and Strategy	1.50	\$1,183.50
Total		12.10	\$9,546.90

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Invoice 190132057

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0048 ERS TITLE III - MISCELLANEOUS

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**Tasks relating to the Board and Associated Members -- 201**

Date	Timekeeper	Task	Description	Hours	Amount
10/14/19	Margaret A. Dale	201	UBS: Teleconferences with J. Levitan regarding UBS Securities of Puerto Rico motion for relief from stay and next steps (0.40).	0.40	\$315.60
<b>Tasks relating to the Board and Associated Members</b>				<b>0.40</b>	<b>\$315.60</b>

**Communications with Claimholders -- 204**

Date	Timekeeper	Task	Description	Hours	Amount
10/14/19	Margaret A. Dale	204	UBS: Teleconference with counsel to UBS Securities of Puerto Rico regarding motion for relief from stay (0.30).	0.30	\$236.70
<b>Communications with Claimholders</b>				<b>0.30</b>	<b>\$236.70</b>

**Stay Matters -- 208**

Date	Timekeeper	Task	Description	Hours	Amount
10/09/19	Ralph C. Ferrara	208	UBS: Review summary regarding UBS stay-relief motion.	0.20	\$157.80
10/10/19	Jeffrey W. Levitan	208	UBS: Review UBS motion (0.60); Teleconferences and e-mails with T. Axelrod, P. Friedman, and J. Alonzo regarding UBS (0.50); E-mail with T. Axelrod regarding UBS litigation (0.50).	1.60	\$1,262.40
10/14/19	Jeffrey W. Levitan	208	UBS: Teleconferences with P. Friedman and M. Dale regarding UBS motion (0.40); Teleconference with T. Axelrod and S. Beville regarding UBS motion (0.30).	0.70	\$552.30
10/16/19	Jeffrey W. Levitan	208	UBS: Review e-mails from, teleconference, and draft e-mails with S. Beville regarding UBS motion (0.50); Attend call regarding Commonwealth UBS litigation (0.90); Conference J. Esses regarding removal (0.20); Review J. Esses analysis and research, e-mail J. Esses regarding removal (0.50).	2.10	\$1,656.90
10/16/19	Joshua A. Esses	208	UBS: Discuss UBS lift stay issue with J. Levitan (0.20); Research on UBS lift stay issues (1.80).	2.00	\$1,578.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0048 ERS TITLE III - MISCELLANEOUS

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Date	Timekeeper	Task	Description	Hours	Amount
10/17/19	Jeffrey W. Levitan	208	UBS: Review S. Beville e-mail, research removal, and conference with J. Esses regarding UBS (0.50); Review summaries of summary judgment motion (0.70); Participate in call regarding UBS (0.60).	1.80	\$1,420.20
10/17/19	Jeffrey W. Levitan	208	UBS: Prepare and participate in call with AAFAF counsel regarding UBS.	0.50	\$394.50
10/18/19	Jeffrey W. Levitan	208	UBS: Teleconference M. Dale regarding UBS (0.10); E-mails with S. Beville regarding UBS (0.10).	0.20	\$157.80
10/22/19	Jeffrey W. Levitan	208	UBS: Review A. Bongartz e-mail regarding UBS (0.10); E-mail with M. Dale regarding UBS (0.10); Review UBS objection to objection procedures (0.40); Review Rodriguez objection (0.10); Review A. Bongartz e-mail regarding objection (0.10).	0.80	\$631.20
<b>Stay Matters</b>				<b>9.90</b>	<b>\$7,811.10</b>

**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
10/11/19	Jeffrey W. Levitan	210	UBS: Conference and e-mail with S. Uhland regarding UBS (0.20); E-mail with P. Estrella regarding UBS motion (0.10); Conference with B. Rosen regarding UBS (0.30).	0.60	\$473.40
10/16/19	Margaret A. Dale	210	UBS: Teleconference with J. Levitan regarding UBS issue (0.10).	0.10	\$78.90
10/18/19	Margaret A. Dale	210	UBS: Teleconference with J. Levitan regarding UBS and relief from stay (0.10); Teleconference with S. Beville regarding UBS motion and next steps (0.20); E-mail P. Lockwood and S. Beville regarding lift stay (0.10).	0.40	\$315.60
10/21/19	Margaret A. Dale	210	UBS: Teleconference with counsel for UBS and S. Beville to discuss UBS motion for relief from stay.	0.40	\$315.60
<b>Analysis and Strategy</b>				<b>1.50</b>	<b>\$1,183.50</b>
<b>Total for Professional Services</b>					<b>\$9,546.90</b>

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Invoice 190132057

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

0048 ERS TITLE III - MISCELLANEOUS

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#### Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
JEFFREY W. LEVITAN	PARTNER	8.30	789.00	\$6,548.70
MARGARET A. DALE	PARTNER	1.60	789.00	\$1,262.40
RALPH C. FERRARA	PARTNER	0.20	789.00	\$157.80
<b>Total for PARTNER</b>		<b>10.10</b>		<b>\$7,968.90</b>
JOSHUA A. ESSES	ASSOCIATE	2.00	789.00	\$1,578.00
<b>Total for ASSOCIATE</b>		<b>2.00</b>		<b>\$1,578.00</b>
<b>Total</b>		<b>12.10</b>		<b>\$9,546.90</b>

#### For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
10/16/2019	Joshua A. Esses	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 9 Lines Printed	\$143.00
			<b>Total for WESTLAW</b>	<b>\$143.00</b>

#### Charges and Disbursements Summary

Type of Disbursements	Amount
WESTLAW	143.00
<b>Total Expenses</b>	<b>\$143.00</b>
<b>Total Amount for this Matter</b>	<b>\$9,689.90</b>

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X

In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND MANAGEMENT  
BOARD FOR PUERTO RICO,

No. 17 BK 3283-LTS

as representative of

(Jointly Administered)

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.<sup>1</sup>

-----X

IN RE:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

No. 17 BK 3566-LTS

THE EMPLOYEES RETIREMENT SYSTEM OF THE  
GOVERNMENT OF THE COMMONWEALTH OF  
PUERTO RICO,

Debtor.

-----X

**COVER SHEET TO THIRTY-SECOND MONTHLY FEE APPLICATION OF  
PROSKAUER ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,  
EMPLOYEES RETIREMENT SYSTEM ("ERS")  
FOR THE PERIOD NOVEMBER 1, 2019 THROUGH NOVEMBER 30, 2019**

Name of Applicant:

Proskauer Rose LLP ("Proskauer")

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Authorized to Provide  
Professional Services to:

Financial Oversight and Management Board, as  
Representative for the Debtor Pursuant to  
PROMESA Section 315(b)

Period for which compensation  
and reimbursement for fees and services  
is sought:

November 1, 2019 through November 30, 2019

Amount of compensation sought  
as actual, reasonable and necessary:

**\$568,856.10**

Amount of expense reimbursement sought  
as actual, reasonable and necessary:

**\$44,956.08**

Total Amount for these Invoices:

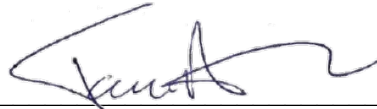
**\$613,812.18**

This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer's thirty-second monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for November 2019.

A handwritten signature in black ink, appearing to read 'Jaime A. El Koury', is positioned above a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On December 23, 2019 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despins, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
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New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñiz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury



Summary of Legal Fees for the Period November 2019

ERS – General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	10.10	\$7,968.90
204	Communications with Claimholders	3.00	\$2,367.00
206	Documents Filed on Behalf of the Board	52.20	\$41,185.80
207	Non-Board Court Filings	8.10	\$6,390.90
210	Analysis and Strategy	212.70	\$167,820.30
212	General Administration	46.60	\$12,582.00
215	Plan of Adjustment and Disclosure Statement	0.90	\$710.10
218	Employment and Fee Applications	14.90	\$6,462.30
<b>Total</b>		<b>348.50</b>	<b>\$245,487.30</b>

ERS – Altair			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
210	Analysis and Strategy	3.80	\$2,998.20
212	General Administration	42.80	\$11,556.00
219	Appeal	370.30	\$292,166.70
<b>Total</b>		<b>416.90</b>	<b>\$306,720.90</b>

Summary of Legal Fees for the Period November 2019

ERS – Pension Challenge			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
205	Communications with the Commonwealth and its Representatives of the Commonwealth or its Instrumentalities	0.20	\$157.80
<b>Total</b>		<b>0.20</b>	<b>\$ 157.80</b>

ERS – Vegabajena			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	0.70	\$552.30
206	Documents Filed on Behalf of the Board	7.00	\$5,523.00
207	Non-Board Court Filings	0.90	\$710.10
210	Analysis and Strategy	12.30	\$9,704.70
<b>Total</b>		<b>20.90</b>	<b>\$16,490.10</b>

Summary of Legal Fees for the Period November 2019

**ACROSS ALL ERS-RELATED MATTERS**

Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Anthony Cacace	Partner	Labor & Employment	\$789.00	0.40	\$315.60
Brian S. Rosen	Partner	BSGR & B	\$789.00	22.60	\$17,831.40
Chantel L. Febus	Partner	Litigation	\$789.00	1.50	\$1,183.50
Jeffrey W. Levitan	Partner	BSGR & B	\$789.00	75.60	\$59,648.40
John E. Roberts	Partner	Litigation	\$789.00	19.50	\$15,385.50
Jonathan E. Richman	Partner	Litigation	\$789.00	3.80	\$2,998.20
Kevin J. Perra	Partner	Litigation	\$789.00	2.70	\$2,130.30
Lary Alan Rappaport	Partner	Litigation	\$789.00	7.40	\$5,838.60
Maja Zerjal	Partner	BSGR & B	\$789.00	3.00	\$2,367.00
Margaret A. Dale	Partner	Litigation	\$789.00	38.70	\$30,534.30
Martin J. Bienenstock	Partner	BSGR & B	\$789.00	54.00	\$42,606.00
Michael A. Firestein	Partner	Litigation	\$789.00	5.00	\$3,945.00
Michael R. Hackett	Partner	Litigation	\$789.00	0.90	\$710.10
Neal S. Schelberg	Partner	Labor & Employment	\$789.00	0.70	\$552.30
Paul M. Hamburger	Partner	Labor & Employment	\$789.00	13.60	\$10,730.40
Paul Possinger	Partner	BSGR & B	\$789.00	5.20	\$4,102.80
Ralph C. Ferrara	Partner	Litigation	\$789.00	1.40	\$1,104.60
Stephen L. Ratner	Partner	Litigation	\$789.00	2.00	\$1,578.00
Steven O. Weise	Partner	Corporate	\$789.00	97.00	\$76,533.00
Timothy W. Mungovan	Partner	Litigation	\$789.00	1.40	\$1,104.60
Jennifer L. Roche	Senior Counsel	Litigation	\$789.00	86.10	\$67,932.90
Carl Mazurek	Associate	Litigation	\$789.00	14.20	\$11,203.80
Elisa Carino	Associate	Litigation	\$789.00	54.30	\$42,842.70
Hena Vora	Associate	Litigation	\$789.00	4.50	\$3,550.50
Joseph Clark	Associate	Labor & Employment	\$789.00	4.70	\$3,708.30

Summary of Legal Fees for the Period November 2019

Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Joshua A. Esses	Associate	BSGR & B	\$789.00	102.30	\$80,714.70
Laura Stafford	Associate	Litigation	\$789.00	1.00	\$789.00
Matthew A. Skrzynski	Associate	BSGR & B	\$789.00	4.90	\$3,866.10
Matthew J. Morris	Associate	Litigation	\$789.00	7.60	\$5,996.40
Mee R. Kim	Associate	Litigation	\$789.00	9.50	\$7,495.50
Philip Omorogbe	Associate	Corporate	\$789.00	4.70	\$3,708.30
William D. Dalsen	Associate	Litigation	\$789.00	36.70	\$28,956.30
<b>TOTAL</b>				<b>686.90</b>	<b>\$541,964.10</b>

Paraprofessional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Angelo Monforte	Legal Assistant	Litigation	\$270.00	14.60	\$3,942.00
Charles H. King	Legal Assistant	Litigation	\$270.00	10.00	\$2,700.00
Christopher M. Tarrant	Legal Assistant	BSGR & B	\$270.00	28.30	\$7,641.00
Eric R. Chernus	Practice Support	Professional Resources	\$270.00	0.80	\$216.00
Julia L. Sutherland	Legal Assistant	Litigation	\$270.00	0.50	\$135.00
Laura M. Geary	Legal Assistant	Litigation	\$270.00	1.10	\$297.00
Laurie A. Henderson	Lit. Support	Litigation	\$270.00	0.20	\$54.00
Lawrence T. Silvestro	Legal Assistant	Litigation	\$270.00	11.70	\$3,159.00
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	9.30	\$2,511.00
Olaide M. Adejobi	Legal Assistant	Litigation	\$270.00	9.60	\$2,592.00
Shealeen E. Schaefer	Legal Assistant	Labor & Employment	\$270.00	4.30	\$1,161.00
Tal J. Singer	Legal Assistant	Litigation	\$270.00	9.20	\$2,484.00
<b>TOTAL</b>				<b>99.60</b>	<b>\$26,892.00</b>

Summary of Legal Fees for the Period November 2019

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u></b> <b>786.50</b>	<b><u>Fees</u></b> <b>\$568,856.10</b>
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Summary of Disbursements for the period November 2019

**ACROSS ALL ERS-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
Lexis	\$388.00
Printing, Binding, Etc.	\$9,013.38
Reproduction	\$368.70
Subpoena Service	-\$80.00
Transcripts & Depositions	\$22,750.00
Westlaw	\$12,516.00
<b>Total</b>	<b>\$44,956.08</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$511,970.49 and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$44,956.08) in the total amount of \$556,926.57.

**Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock

Martin J. Bienenstock (*pro hac vice*)  
Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900



## **Exhibit A**

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

0007 PROMESA TITLE III: ERS

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Summary of Time Billed by Task		Hours	Value
202	Legal Research	10.10	\$7,968.90
204	Communications with Claimholders	3.00	\$2,367.00
206	Documents Filed on Behalf of the Board	52.20	\$41,185.80
207	Non-Board Court Filings	8.10	\$6,390.90
210	Analysis and Strategy	212.70	\$167,820.30
212	General Administration	46.60	\$12,582.00
215	Plan of Adjustment and Disclosure Statement	0.90	\$710.10
218	Employment and Fee Applications	14.90	\$6,462.30
Total		348.50	\$245,487.30

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#### Legal Research -- 202

Date	Timekeeper	Task	Description	Hours	Amount
11/21/19	Joseph Clark	202	Conduct research on whether withdrawal liability constitutes plan assets.	3.10	\$2,445.90
11/22/19	Carl Mazurek	202	Research regarding fraudulent conveyances under Puerto Rico law.	2.50	\$1,972.50
11/22/19	Matthew A. Skrzynski	202	Research issues raised in ERS bondholder administrative expense motion.	0.70	\$552.30
11/25/19	Matthew A. Skrzynski	202	Research issues raised in ERS bondholder administrative expense motion.	3.80	\$2,998.20
<b>Legal Research</b>				<b>10.10</b>	<b>\$7,968.90</b>

#### Communications with Claimholders -- 204

Date	Timekeeper	Task	Description	Hours	Amount
11/22/19	Jennifer L. Roche	204	Conference with M. Pocha regarding discovery responses (0.10); E-mail with ERS bondholder counsel regarding request to confer on search terms (0.10); Revise and finalize Board responses to subpoenas on ultra vires and lien scope issues (2.80).	3.00	\$2,367.00
<b>Communications with Claimholders</b>				<b>3.00</b>	<b>\$2,367.00</b>

#### Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
11/01/19	William D. Dalsen	206	Revise draft initial disclosures for ERS (0.20); Revise draft answer to counterclaims in 366 and 367 adversary proceedings (5.00).	5.20	\$4,102.80

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Date	Timekeeper	Task	Description	Hours	Amount
11/01/19	Jeffrey W. Levitan	206	Review A. Bongartz, T. Axelrod, J. Roche, and M. Dale e-mails regarding discovery (0.50); Review revised answer (0.30); Review proposed affirmative defense, call with W. Dalsen regarding same (0.40); Review SCC answer (0.20); Prepare outline of response to demand letters (0.70); Communications with J. Esses regarding demand letter (0.20); E-mails with R. Tague and M. Root regarding experts (0.20); Call with M. Dale regarding status (0.10); Call with J. Roche regarding discovery (0.10); Analyze tracing case (1.40); Review third-party subpoena (0.30); Review BNY discovery requests, call with J. Roche regarding same (0.50); Review ultra vires cases (1.90); E-mail with M. Zerjal regarding tracing (0.20); Conference with B. Rosen regarding status, demand letter (0.20).	7.20	\$5,680.80
11/12/19	Ralph C. Ferrara	206	[REDACTED: Work relating to court-ordered mediation] (0.40).	0.40	\$315.60
11/21/19	Jennifer L. Roche	206	E-mails and conferences with E. Carino and C. Mazurek regarding research for opposition to trustee motion (0.30); Analyze and revise opposition brief to motion for trustee (2.50).	2.80	\$2,209.20
11/21/19	William D. Dalsen	206	Draft opposition to ERS bondholders' motion to appoint trustee (2.30).	2.30	\$1,814.70
11/21/19	Elisa Carino	206	Analyze citations in renewed motion to appoint trustee to assist J. Roche (1.10); Revise responses and objections to document subpoenas to assist J. Roche (4.70).	5.80	\$4,576.20
11/22/19	Jeffrey W. Levitan	206	Review 926 motion (0.40); Review draft objection to 926 motion (0.50); Conference M. Dale regarding 926 motion (0.50); Review BNY joinder (0.10); Review Puerto Rico funds administrative claim request (0.40).	1.90	\$1,499.10
11/22/19	Jennifer L. Roche	206	E-mail with M. Dale regarding opposition to trustee brief (0.70); Conferences with M. Dale and W. Dalsen regarding trustee opposition brief issues (0.40); Analyze and revise opposition to trustee brief (2.40).	3.50	\$2,761.50
11/22/19	William D. Dalsen	206	Call with M. Dale and J. Roche regarding opposition to motion to appoint trustee (0.40).	0.40	\$315.60

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Date	Timekeeper	Task	Description	Hours	Amount
11/23/19	William D. Dalsen	206	Revise draft opposition to bondholders' motion to appoint trustee (1.00).	1.00	\$789.00
11/23/19	Jennifer L. Roche	206	Revise draft objection to motion for trustee under section 926.	2.00	\$1,578.00
11/23/19	Paul Possinger	206	E-mails with M. Dale regarding ERS trustee opposition.	0.20	\$157.80
11/24/19	Paul Possinger	206	Review and revise opposition to ERS bondholder motion for 926 trustee.	1.20	\$946.80
11/24/19	Jeffrey W. Levitan	206	Review AAFAF 926 response (0.60); E-mails M. Dale, B. Rosen regarding 926 response (0.40); E-mails P. Friedman regarding 926 response (0.20); Review analysis of conflict argument (0.20) Review draft 926 response (0.50).	1.90	\$1,499.10
11/24/19	Jennifer L. Roche	206	Analyze and revise draft objection to Bondholders' motion for trustee (3.20); E-mails regarding brief with M. Dale and J. Levitan (0.20); E-mails with P. Friedman regarding objection (0.10).	3.50	\$2,761.50
11/25/19	Jeffrey W. Levitan	206	Review B. Rosen comments to 926 opposition, conference with B. Rosen, M. Dale (0.40); Conference with M. Bienenstock, e-mail and conference with M. Dale regarding 926 response (0.30); Edit 926 objection (0.60); E-mail with W. Dalsen regarding notice of participants (0.10); Review scheduling order, conferences M. Skrzynski, B. Rosen regarding administrative claim request (0.40); Review e-mails regarding UBS, e-mail with M. Dale (0.10).	1.90	\$1,499.10
11/25/19	Jennifer L. Roche	206	Revise opposition to motion for trustee (2.50); E-mail and conferences regarding opposition brief with M. Dale (0.20); Coordinate cite-checking on brief (0.10); E-mail L. del Valle-Emmanuelli regarding brief (0.10).	2.90	\$2,288.10
11/25/19	Brian S. Rosen	206	Review and revise objection to 926 motion (0.60); Review and revise version (0.30); Review J. Roche memorandum regarding same (0.10); Memorandum to J. Roche regarding same (0.10).	1.10	\$867.90
11/26/19	Jennifer L. Roche	206	Revise and finalize opposition to motion for trustee (2.00); Conferences with M. Dale regarding brief (0.30).	2.30	\$1,814.70
11/26/19	Jeffrey W. Levitan	206	Edit 926 objection (1.90); Review retiree committee 926 objection, cases cited (0.50); Review ERS plaintiffs objection to UBS motion (0.30); Review case cited in administrative claim (0.20).	2.90	\$2,288.10

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Date	Timekeeper	Task	Description	Hours	Amount
11/27/19	Jeffrey W. Levitan	206	E-mails M. Dale regarding discovery, experts (0.20); Conference and e-mail J. Esses regarding administrative claims (0.20); Review e-mails, draft discovery responses (0.30); E-mail M. Dale regarding discovery (0.10); Review reservation of rights regarding UBS (0.10).	0.90	\$710.10
11/29/19	Jeffrey W. Levitan	206	Review draft discovery responses (0.70); Review J. Esses e-mail, e-mails J. Roche regarding discovery (0.20).	0.90	\$710.10
<b>Documents Filed on Behalf of the Board</b>				<b>52.20</b>	<b>\$41,185.80</b>

**Non-Board Court Filings -- 207**

Date	Timekeeper	Task	Description	Hours	Amount
11/19/19	Brian S. Rosen	207	Review Ad Hoc renewed 926 motion (0.40); Memorandum to J. Levitan regarding same (0.10).	0.50	\$394.50
11/19/19	Michael A. Firestein	207	Review ERS bondholder trustee motion (partial review) (0.30).	0.30	\$236.70
11/20/19	Timothy W. Mungovan	207	Review ERS bondholders' motion for appointment of trustee (0.30).	0.30	\$236.70
11/20/19	William D. Dalsen	207	Review ERS bondholders' motion to appoint trustee to pursue avoidance actions and related papers (1.50).	1.50	\$1,183.50
11/20/19	Kevin J. Perra	207	Review and analyze renewed motion by bondholders regarding appointment of trustee (0.70); Review documents, exhibits and history for same (0.50).	1.20	\$946.80
11/21/19	Carl Mazurek	207	Review and summarize cases cited in Bondholders' brief in support of motion for trustee (1.30); Conduct research regarding fraudulent conveyances under Puerto Rico law (1.50).	2.80	\$2,209.20
11/21/19	Matthew A. Skrzynski	207	Review ERS bondholder administrative expense motion.	0.30	\$236.70
11/21/19	Lary Alan Rappaport	207	Review bondholders' motion for payment of post-petition and administrative expense claims (0.30).	0.30	\$236.70
11/21/19	Brian S. Rosen	207	Review motions for admin expense of Ad Hoc holders (0.60).	0.60	\$473.40
11/22/19	Paul Possinger	207	Review request for administrative expense.	0.30	\$236.70
<b>Non-Board Court Filings</b>				<b>8.10</b>	<b>\$6,390.90</b>

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**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
11/01/19	Margaret A. Dale	210	Review, revise and finalize discovery requests (1.20); Review, revise and finalize answers to counterclaims (1.10); Call with J. Roche and W. Dalsen to discuss discovery requests and answers to counterclaims (0.20); E-mails with counsel for Committees and SCC to finalize discovery and answers to counterclaims (0.50); Teleconference with J. Levitan regarding expert issues (0.10); Review revised draft of ERS initial disclosures (0.20).	3.30	\$2,603.70
11/01/19	William D. Dalsen	210	Call with counsel to Retiree Committee regarding ERS matters and filings today (0.20); Correspondence with team regarding answers in ERS matters (0.80); Correspondence with team regarding draft written discovery in ERS matters (0.20); Call with M. Dale and J. Roche regarding ERS draft answers and written discovery (0.20).	1.40	\$1,104.60
11/01/19	Jennifer L. Roche	210	Call with M. Dale and W. Dalsen regarding draft answers (0.20); E-mails and conferences with M. Dale, W. Dalsen and J. Levitan regarding answer to counterclaims and discovery issues (0.50); E-mails and conferences with Committee and AAFAF counsel regarding discovery issues (0.40); Draft discovery to fiscal agent (2.70); Revise discovery to bondholders (0.60); Review draft answers to counterclaims (0.50); Finalize and serve discovery (0.60).	5.50	\$4,339.50
11/01/19	Mee R. Kim	210	E-mails with S. Weise and litigation and restructuring teams regarding financial information supporting tracing analysis.	0.20	\$157.80
11/01/19	Brian S. Rosen	210	Review ERS pleadings and discovery requests.	2.80	\$2,209.20
11/02/19	Brian S. Rosen	210	Draft memorandum to M. Dale regarding ERS pleadings (0.10); Review Dale memorandum regarding same (0.10); Finish review of ERS pleadings (1.80).	2.00	\$1,578.00
11/02/19	Jennifer L. Roche	210	E-mails with W. Dalsen and M. Dale regarding initial disclosures and discovery (0.30); E-mails with Committee and bondholder counsel regarding discovery (0.10); E-mails with E. Carino regarding discovery chart (0.10).	0.50	\$394.50

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Date	Timekeeper	Task	Description	Hours	Amount
11/02/19	Margaret A. Dale	210	E-mails with team regarding discovery requests received from bondholders (0.20); E-mails with UCC, J. Roche, W. Dalsen and M. Pocha regarding Rule 26 disclosures (0.20).	0.40	\$315.60
11/02/19	Elisa Carino	210	Prepare ultra vires and lien scope discovery deadlines chart and accompanying materials for binder.	5.80	\$4,576.20
11/03/19	Elisa Carino	210	Review and revise discovery deadlines chart and responses & objections templates to assist J. Roche.	1.90	\$1,499.10
11/03/19	Jennifer L. Roche	210	Review and revise chart of discovery served in ultra vires and lien-scope proceedings (0.20); E-mails with E. Carino regarding same (0.10).	0.30	\$236.70
11/04/19	Jennifer L. Roche	210	Conference with E. Carino regarding discovery responses (0.20); Revise chart of discovery (0.20); Review and analyze discovery served on Board and ERS (1.70); Call with M. Dale regarding discovery (0.10).	2.20	\$1,735.80
11/04/19	Margaret A. Dale	210	Call with J. Levitan regarding discovery (0.20); Call with M. Pocha regarding discovery to ERS (0.20); Call with J. Roche regarding discovery (0.10); Review chart of discovery served (0.20).	0.70	\$552.30
11/04/19	Elisa Carino	210	Analyze requests for production and document subpoenas served on ERS and the Board (3.20); Draft responses and objections to document subpoena served on Board (1.40).	4.60	\$3,629.40
11/04/19	Jeffrey W. Levitan	210	Call with J. Esses regarding demand letter, ultra vires (0.20); Review discovery status chart (0.10); Call M. Dale regarding same (0.20).	0.50	\$394.50
11/05/19	Jennifer L. Roche	210	Conference with E. Carino regarding discovery responses (0.30); E-mails with E. Carino regarding draft responses (0.20); Review notice of participation and analyze order regarding effect of same (0.30); E-mails with M. Dale regarding notices of participation (0.10).	0.90	\$710.10
11/05/19	Elisa Carino	210	Call with J. Roche regarding strategy and assignments to draft discovery objections.	0.30	\$236.70



Date	Timekeeper	Task	Description	Hours	Amount
11/05/19	Jeffrey W. Levitan	210	Conferences and e-mails with J. Esses and B. Rosen regarding demand (0.50); Conference with M. Dale regarding experts (0.10); E-mail with R. Tague regarding experts (0.10); Revise demand letter response (0.60); Review M. Root e-mail and e-mail M. Dale regarding experts (0.30).	1.60	\$1,262.40
11/05/19	Margaret A. Dale	210	Communications with Ernst Young, J. Levitan and M. Root regarding expert issues (0.40); Review Ernst Young draft presentation (0.30); Review third-party subpoenas (0.20).	0.90	\$710.10
11/06/19	Jeffrey W. Levitan	210	Conferences with J. Esses regarding demand, review e-mails regarding expert, review revised Ernst Young presentation (0.50); Conferences with B. Rosen and J. Esses review tolling stipulation regarding demand letter (0.20).	0.70	\$552.30
11/06/19	Margaret A. Dale	210	Review bondholder demand for avoidance claims (0.30); Review draft response to bondholder demand for avoidance claims and e-mail with J. Esses regarding same (0.20); Communications with Ernst Young, Retiree Committee and Proskauer team regarding calls to vet potential experts (0.20).	0.70	\$552.30
11/06/19	Ralph C. Ferrara	210	Review summary regarding UBS informative motion agreeing to adjourn motion to lift stay against ERS (0.10); Review summaries regarding BNYM answer and counterclaims (0.40); Review summary regarding Judge Swain order lifting stay for ERS-related matters (0.20).	0.70	\$552.30
11/06/19	Paul Possinger	210	Review prior briefing on retroactivity issue.	0.30	\$236.70
11/06/19	Mee R. Kim	210	E-mail with M. Dale, J. Levitan and others regarding potential defense strategy.	0.10	\$78.90
11/07/19	Jeffrey W. Levitan	210	Review ultra vires cases (0.40); Review memorandum regarding takings/administration claims (0.70).	1.10	\$867.90
11/07/19	Elisa Carino	210	Draft responses and objections to requests for production served on ERS to assist J. Roche.	6.30	\$4,970.70
11/08/19	Elisa Carino	210	Draft responses and objections to Board subpoena (2.90); Conference with J. Roche regarding draft responses and objections (0.20).	3.10	\$2,445.90

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Date	Timekeeper	Task	Description	Hours	Amount
11/08/19	Margaret A. Dale	210	Call with B. Hine regarding access to Epiq database regarding documents sought by ERS bondholders (0.30); E-mails with W. Dalsen regarding procedures for access to Epiq database (0.20); Review procedures order (0.20); E-mail Epiq regarding same (0.10).	0.80	\$631.20
11/08/19	William D. Dalsen	210	Correspondence with M. Dale regarding ERS Bondholder request to database (0.20).	0.20	\$157.80
11/08/19	Jennifer L. Roche	210	Review and revise draft discovery responses (2.00); Discuss responses with E. Carino (0.20); Review bondholder correspondence regarding discovery (0.10).	2.30	\$1,814.70
11/08/19	Jeffrey W. Levitan	210	Conference with J. Esses regarding administrative claim, takings (0.30); Review S. Sookanen e-mail regarding discovery (0.10).	0.40	\$315.60
11/08/19	Steven O. Weise	210	Review of tracing issues.	1.70	\$1,341.30
11/09/19	Joshua A. Esses	210	Call with J. Roche on ERS discovery issues.	0.30	\$236.70
11/09/19	Jennifer L. Roche	210	Review and revise responses and objections to bondholder discovery (1.00); Analysis of lien scope vs. ultra vires discovery requests in response to bondholder question (1.20); Conference and e-mail with J. Esses regarding bondholder question on discovery (0.30); E-mail Retiree Committee counsel regarding discovery issue (0.10).	2.60	\$2,051.40
11/09/19	Steven O. Weise	210	Review of tracing issues.	0.40	\$315.60
11/10/19	Elisa Carino	210	Review and revise responses and objections to requests for production and document subpoenas to assist J. Roche.	8.20	\$6,469.80
11/11/19	Jennifer L. Roche	210	E-mails and conferences with committee and AAFAF counsel regarding responding to bondholder discovery (0.20); Analyze proposed responses and objections to certain bondholder discovery (2.50); E-mails with committee and AAFAF counsel regarding bondholder question on discovery (0.30); E-mail bondholders regarding question on ERS discovery requests (0.10).	3.10	\$2,445.90
11/11/19	Margaret A. Dale	210	Communications with J. Roche regarding discovery requests to bondholders (0.20); Communications with Committees regarding lien scope and ultra vires discovery requests (0.20).	0.40	\$315.60

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Date	Timekeeper	Task	Description	Hours	Amount
11/11/19	Matthew A. Skrzynski	210	Correspond with J. Esses regarding administrative expense deadlines in connection with ERS.	0.10	\$78.90
11/11/19	Jeffrey W. Levitan	210	Review draft discovery response (0.20); Review e-mails regarding discovery (0.20).	0.40	\$315.60
11/11/19	Elisa Carino	210	Communication with L. Silvestro regarding ERS discovery.	0.20	\$157.80
11/11/19	Mee R. Kim	210	E-mail with M. Dale and co-counsel regarding potential litigation strategy.	0.10	\$78.90
11/12/19	Mee R. Kim	210	E-mail with J. Esses and co-counsel regarding potential litigation strategy.	0.20	\$157.80
11/12/19	Jennifer L. Roche	210	Analysis regarding bondholder discovery and proposed responses (2.00); Review ERS deposition transcript (2.00).	4.00	\$3,156.00
11/12/19	Margaret A. Dale	210	Review materials from potential experts to prepare for calls (0.50).	0.50	\$394.50
11/12/19	Elisa Carino	210	Draft responses and objections to lien scope interrogatories (3.90); Update lien scope request for production and subpoena (1.40); Update ultra vires request for production and subpoena (0.90).	6.20	\$4,891.80
11/13/19	Jeffrey W. Levitan	210	Review UBS e-mail, Court filing (0.20); Review response regarding discovery breakdown (0.10); Call with M. Dale regarding UBS (0.10); Attend call with Ernst Young regarding potential experts retention (0.80); Participate in call with FTI regarding expert retention (0.60); Conference with M. Dale regarding experts (0.20); Teleconference with M. Dale, S. Uhland, and M. Padhu regarding experts (0.40).	2.40	\$1,893.60
11/13/19	Jeffrey W. Levitan	210	Review FTI materials, participate in follow-up call regarding experts (0.40); Conferences B. Rosen regarding experts (0.20); E-mails M. Dale regarding experts (0.20).	0.80	\$631.20
11/13/19	Lary Alan Rappaport	210	Conference with M. Dale regarding expert witness candidates (0.10); E-mails with M. Dale, J. Roche, M. Pocha, C. Tarrant, J. Esses, and potential expert regarding background, meeting (0.30); Review materials related to expert candidate (0.30).	0.70	\$552.30

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Date	Timekeeper	Task	Description	Hours	Amount
11/13/19	Jennifer L. Roche	210	Conferences with potential experts (1.30); Conference with committee and AAFAF counsel regarding potential experts (0.40); Conference with M. Dale and L. Stafford regarding crossover between ERS discovery and insurer discovery (0.30); Review and revise draft responses to subpoena to Board (1.00); Conference and e-mail with R. Kim regarding case background and key issues (0.30).	3.30	\$2,603.70
11/13/19	Margaret A. Dale	210	Conference calls with Committees counsel, Proskauer, Brown Rudnick and O'Melveny to interview two potential experts (1.50); Call with J. Levitan, S. Uhland and M. Pocha regarding experts (0.20); Follow-up conference call with Committees counsel, Proskauer, Brown Rudnick to discuss expert candidates (0.40); Call with J. Levitan regarding expert candidates (0.10); Call with G. Malhotra regarding same (0.20); E-mails with Ernst Young regarding expert candidate (0.20); Review suggested responses/objections to discovery aimed at ERS, AAFAF, and the Commonwealth (1.40); Review document requests directed to Board (0.30); E-mails with J. Roche regarding discovery issues (0.20).	4.50	\$3,550.50
11/13/19	Mee R. Kim	210	Review documents regarding potential defense strategy (0.70); E-mails with J. Roche regarding same (0.30); Discussion with J. Roche regarding same (0.20); Teleconferences with Proskauer team, co-counsel, and Board advisor regarding same (1.30); Teleconference with Proskauer team and co-counsel regarding same (0.60); E-mails with Proskauer and co-counsel regarding same (0.20); E-mails with M. Dale regarding same (0.20).	3.50	\$2,761.50
11/14/19	Mee R. Kim	210	E-mails with M. Dale, Proskauer team and co-counsel regarding potential defense strategy (0.30); E-mails with M. Dale, J. Roche and team regarding same (0.10).	0.40	\$315.60
11/14/19	Jeffrey W. Levitan	210	Review e-mails regarding experts (0.10); Participate in call with committee representatives regarding discovery (0.70); Review 211 report (0.60).	1.40	\$1,104.60

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Date	Timekeeper	Task	Description	Hours	Amount
11/14/19	Lary Alan Rappaport	210	E-mails with M. Dale, J. Roche, M. Root, and J. Furey regarding interview with potential expert (0.20); Conference with J. Roche regarding same (0.10); Review materials for meeting with potential expert (1.30); E-mails with M. Dale, J. Furey, M. Root, and N. Bassett regarding video conference set up, interview (0.30); Conferences with M. Dale and J. Furey regarding interview, video conference (0.40).	2.30	\$1,814.70
11/14/19	Jennifer L. Roche	210	Conduct analysis related to ERS pension background factual memoranda and analyses.	1.50	\$1,183.50
11/14/19	Jennifer L. Roche	210	Conferences and e-mails with M. Dale regarding ERS discovery and expert issues (0.40); Conference with L. Rappaport regarding potential expert (0.10); Due diligence regarding potential expert (1.20); Conduct analysis and draft potential responses to ERS interrogatories (1.50).	3.20	\$2,524.80
11/14/19	Elisa Carino	210	Draft responses and objections to lien scope RFAs to assist J. Roche.	1.90	\$1,499.10
11/14/19	Margaret A. Dale	210	Communications with Committees, Brown Rudnick and AAFAF regarding answers to questions regarding expert candidates (0.20); Call with J. Roche to discuss discovery requests and responses/objections (0.50); Conference call with Committees, Brown Rudnick, AAFAF and Proskauer teams to review discovery requests and discuss responses/objections (0.60); Follow-up call with J. Roche regarding discovery responses/objections (0.20); Conference call with B. Hine regarding access to documents of various entities in Epiq's database (0.20); E-mails with K. Leluga at Epic regarding Hine's request for documents (0.20); Review notes of potential responses/objections to document requests to Board (0.80).	2.70	\$2,130.30
11/15/19	Margaret A. Dale	210	Call with L. Rappaport regarding interview of potential expert (0.10); Call with J. Roche regarding interview of potential expert (0.10); Update B. Rosen regarding status (0.10); Communications with B. Hine and Epiq regarding request for documents (0.20); Communicate with Proskauer team, Committees and AAFAF regarding bondholders request to Epiq (0.10).	0.60	\$473.40

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Date	Timekeeper	Task	Description	Hours	Amount
11/15/19	Lary Alan Rappaport	210	Prepare for meeting with expert witness candidate (0.30); Meeting with expert witness candidate, J. Roche, M. Pocha, C. Steege, M. Root, and N. Basset (0.90); Meeting with J. Roche, M. Pocha regarding analysis, strategy for expert witnesses (0.50); Conference with J. Roche regarding analysis, strategy for expert witnesses (0.10); Conference with M. Dale regarding interview, analysis (0.10); Conference with E. Barak regarding interview, analysis (0.10); E-mails with candidate regarding experience (0.10).	2.10	\$1,656.90
11/15/19	Elisa Carino	210	Conference with J. Roche about draft responses and objections to discovery requests.	0.10	\$78.90
11/15/19	Jennifer L. Roche	210	Meeting with potential expert and follow-up with M. Pochu and L. Rappaport (1.20); Conferences with M. Dale regarding expert and discovery (0.40); Conference with E. Carino regarding ERS discovery responses (0.10); E-mails with committee and AAFAF counsel regarding expert materials (0.10); E-mail with S. Weise regarding lien tracing issues (0.10).	1.90	\$1,499.10
11/15/19	Jeffrey W. Levitan	210	Review e-mails regarding discovery, call with M. Dale regarding UBS (0.20); E-mail with J. Roche, M. Dale regarding discovery (0.20).	0.40	\$315.60
11/15/19	Steven O. Weise	210	Review of tracing issues.	0.80	\$631.20
11/15/19	Mee R. Kim	210	E-mails with M. Dale, Proskauer team and co-counsel regarding potential defense strategy (0.20); E-mails with S. Weise, M. Dale, J. Roche and W. Dalsen regarding relevant documents (0.10); E-mails with M. Dale, J. Levitan and team regarding interrogatories (0.30).	0.60	\$473.40
11/17/19	Mee R. Kim	210	E-mail with M. Dale, J. Levitan, J. Roche and team regarding proposed discovery responses.	0.20	\$157.80
11/17/19	Jennifer L. Roche	210	Analyze and draft proposed responses to lien scope discovery requests.	1.20	\$946.80
11/18/19	Jennifer L. Roche	210	Conference with E. Carino regarding discovery issues (0.10); Review and revise draft discovery objections (1.20); Conference with M. Dale regarding tracing expert (0.10); Conference with J. Levitan, M. Dale, J. Esses and E. Carino regarding discovery responses (0.90); E-mail S. Weise regarding lien tracing issues (0.10).	2.40	\$1,893.60

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Date	Timekeeper	Task	Description	Hours	Amount
11/18/19	Jeffrey W. Levitan	210	Conference J. Esses regarding administrative claim (0.10); E-mail with J. Roche regarding discovery (0.10); Review committee e-mails regarding discovery (0.10); Review discovery response chart (0.40); Participate in call with M. Dale, J. Esses, J. Roche regarding discovery response (0.90); Telephone conferences M. Dale regarding experts (0.20).	1.80	\$1,420.20
11/18/19	Steven O. Weise	210	Review of tracing issues.	0.80	\$631.20
11/18/19	Mee R. Kim	210	E-mails with J. Levitan, M. Dale and team regarding discovery responses (0.30); Review memorandum regarding same (0.30); Teleconference with M. Dale and team regarding same (0.90); E-mails with S. Weise, J. Roche and team regarding ERS funds (0.20).	1.70	\$1,341.30
11/18/19	Elisa Carino	210	Conference with M. Dale, J. Levitan, J. Roche, J. Esses, R. Kim regarding strategy for interrogatory and request for admissions.	0.90	\$710.10
11/18/19	Joshua A. Esses	210	Review bondholder discovery requests (1.10); Call with ERS team on responses to discovery requests (0.90).	2.00	\$1,578.00
11/18/19	Margaret A. Dale	210	Conference call with J. Roche, J. Levitan and R. Kim regarding interrogatory responses and requests for admission (0.90); Conference call with M. Root and C. Steege regarding expert candidates (0.30); E-mail with Ernst Young regarding expert issue (0.20); Communications with Epiq regarding Hine's request for documents in database (0.20).	1.60	\$1,262.40
11/19/19	Margaret A. Dale	210	Communications with J. Levitan regarding expert (0.10); E-mails with Ernst Young regarding potential expert (0.10); E-mails with C. Febus regarding potential tracing expert (0.10).	0.30	\$236.70
11/19/19	Mee R. Kim	210	E-mails with M. Dale, Proskauer team, and various co-counsel regarding potential expert.	0.20	\$157.80
11/19/19	Steven O. Weise	210	Review of tracing issues.	2.00	\$1,578.00
11/19/19	Maja Zerjal	210	Review daily summary of filings (0.20); Review ERS bondholders' motion for trustee (0.50).	0.70	\$552.30
11/19/19	Elisa Carino	210	Review and revise responses and objections to lien scope discovery to assist J. Roche.	3.70	\$2,919.30
11/19/19	Lary Alan Rappaport	210	E-mails with M. Dale, expert candidate regarding qualifications, prior engagements and testimony (0.20).	0.20	\$157.80



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Date	Timekeeper	Task	Description	Hours	Amount
11/19/19	Chantel L. Febus	210	Communication with M. Dale regarding expert in ERS.	0.20	\$157.80
11/19/19	Chantel L. Febus	210	Communication with M. Sarro regarding expert in ERS.	0.30	\$236.70
11/20/19	Brian S. Rosen	210	Meeting with J. Esses and J. Levitan regarding 926 motion (0.40); Memorandum to J. Levitan regarding same (0.30); Review draft 926 response (0.40); Memorandum to J. Levitan regarding sur-reply (0.10); Review tolling stipulation (0.10); Review 926 motion (0.30).	1.60	\$1,262.40
11/20/19	Mee R. Kim	210	E-mails with M. Dale regarding case strategy (0.20); Research regarding same (0.40).	0.60	\$473.40
11/20/19	Elisa Carino	210	Conference with O'Melveny regarding discovery strategy (0.60); Conference with J. Roche regarding discovery drafting and assignments (0.20); E-mails regarding proposed objection language (0.20).	1.00	\$789.00
11/20/19	Lary Alan Rappaport	210	Conference with J. Levitan regarding lien issue (0.10).	0.10	\$78.90
11/20/19	Steven O. Weise	210	Review of tracing issues.	0.60	\$473.40
11/20/19	Joshua A. Esses	210	Discuss response to motion to appoint a trustee with B. Rosen and J. Levitan (0.40).	0.40	\$315.60
11/20/19	Timothy W. Mungovan	210	Communications with M. Dale and M. Firestein regarding ERS bondholders' motion for appointment of trustee (0.20).	0.20	\$157.80
11/20/19	Jennifer L. Roche	210	Conference and e-mails with W. Dalsen regarding brief opposing motion for trustee (0.30); Analysis regarding motion (0.50); Prepare for call regarding discovery issues (0.20); Conferences with AAFAF counsel regarding discovery issues (0.70); Conference and e-mails with E. Carino regarding discovery responses (0.30); E-mails with AAFAF counsel and S. Schaefer regarding document collection (0.20); E-mails with potential lien tracing expert and M. Dale regarding tracing issues (0.10); Analyze draft objections to subpoenas to the Board (0.10).	2.40	\$1,893.60



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Date	Timekeeper	Task	Description	Hours	Amount
11/20/19	Jeffrey W. Levitan	210	Analyze 926 motion (1.20); Conference with B. Rosen and J. Esses, call and e-mail with M. Dale regarding response to 926 motion (0.40); Conferences with D. Desatnik and E. Stevens regarding 926 briefs (0.30); Review prior draft responses (0.50); E-mail and conference with B. Rosen regarding 926 motion response (0.20); Calls and e-mails M. Dale and W. Dalsen, regarding 926 motion (0.30).	2.90	\$2,288.10
11/20/19	William D. Dalsen	210	Call with counsel to AAFAF regarding responses and objections to discovery requests from ERS bondholders (0.70); Call with J. Roche regarding draft response to motion to appoint trustee for ERS matters (0.20).	0.90	\$710.10
11/20/19	Margaret A. Dale	210	Communications with J. Roche and Ernst Young regarding tracing expert (0.30); E-mails with Retiree Committee counsel regarding expert (0.20); Review materials related to potential tracing expert (0.50); Call with P. Friedman regarding potential expert (0.10); E-mails with O'Melveny regarding draft responses/objections to document requests (0.10); Call and e-mails with J. Levitan regarding bondholders renewed motion for a trustee (0.20); Communications with J. Roche and W. Dalsen regarding opposition to motion for a trustee (0.30); Review draft response letter to bondholders request for trustee to pursue avoidance claims (0.40).	2.10	\$1,656.90
11/21/19	Margaret A. Dale	210	Review bondholders motion for appointment of a trustee (1.50); Review and revise draft opposition to motion for appointment of trustee (0.60); E-mails with J. Roche regarding draft opposition (0.20); Call with B. Rosen regarding status (0.20); Call with M. Sarro regarding expert issues (0.30); Teleconference with P. Friedman regarding expert (0.10); Conference call with Ernst Young regarding expert engagement (0.50); E-mails with J. Roche and W. Dalsen regarding responses and objections to document requests (0.30); Meet with potential expert (1.00).	4.70	\$3,708.30

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Date	Timekeeper	Task	Description	Hours	Amount
11/21/19	William D. Dalsen	210	Correspondence with team regarding discovery matters (0.10);	0.40	\$315.60
11/21/19	Jennifer L. Roche	210	Correspondence with team regarding opposition to motion to appoint trustee (0.10); Correspondence with team regarding bondholder request to exchange search terms (0.20). Conferences with M. Dale regarding discovery issues (0.40); Review draft discovery responses for ERS (0.50); Review and revise Board subpoena responses (1.60); Conference and e-mails with M. Pocha regarding search term request from bondholders (0.50); E-mails with W. Dalsen and M. Dale regarding search term request (0.20); Analyze bondholder search term request (0.30); E-mails with Committee and government parties regarding discovery issues (0.20).	3.70	\$2,919.30
11/21/19	Jeffrey W. Levitan	210	Calls and e-mails with M. Dale regarding experts, discovery (0.40); Review bondholders administrative claim (0.50); Review Barron e-mail regarding participation information (0.20).	1.10	\$867.90
11/21/19	Mee R. Kim	210	Teleconference with M. Dale and team, M. Pocha (O'Melveny) and Board advisor regarding strategy (0.50); E-mails with M. Dale and team regarding same (0.10).	0.60	\$473.40
11/21/19	Chantel L. Febus	210	Communication with M. Dale and M. Sarro regarding expert in ERS.	0.30	\$236.70
11/22/19	Mee R. Kim	210	E-mails with M. Dale, J. Levitan and team regarding potential defense strategy.	0.20	\$157.80
11/22/19	Elisa Carino	210	Revise responses and objections to document subpoenas to assist J. Roche (0.70); Revise responses and objections to request for admission and interrogatories to assist J. Roche (2.50).	3.20	\$2,524.80
11/22/19	Margaret A. Dale	210	Meet with J. Levitan regarding draft opposition to trustee motion (0.50); Review and revise draft opposition to trustee motion (0.90); Review CVs of expert candidates (0.20); Teleconference with P. Friedman regarding expert (0.10); Call with J. Roche and W. Dalsen regarding opposition to trustee motion (0.40); E-mails with counsel for UCC and AAFAF regarding discovery responses (0.20).	2.30	\$1,814.70

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Date	Timekeeper	Task	Description	Hours	Amount
11/23/19	Maja Zerjal	210	Analyze issues and correspondence related to ERS bondholders' motion for the appointment of a trustee.	1.30	\$1,025.70
11/23/19	Mee R. Kim	210	E-mails with M. Dale, Proskauer team and co-counsel regarding draft informative motion.	0.10	\$78.90
11/23/19	Brian S. Rosen	210	Review M. Dale memorandum regarding expert witness interview (0.10); Memorandum to M. Dale regarding same (0.10); Review O'Melveny draft response regarding 926 (0.30); Review M. Dale memorandum regarding same (0.10); Review J. Levitan memorandum regarding conflict issue (0.10); Memorandum to J. Levitan regarding same (0.10); Review 926 draft objection (0.40); Memorandum to J. Roche regarding same (0.10).	1.30	\$1,025.70
11/23/19	Margaret A. Dale	210	Review and revise opposition to trustee motion (1.40); E-mails with J. Roche and W. Dalsen regarding additional work for opposition brief (0.20); Review prior order relating to UCC motion for derivative standing (0.20); Communications with J. Levitan, P. Possinger, J. Roche and W. Dalsen regarding draft opposition (0.50); Review draft of AAFAF Section 926 objection (0.70).	3.00	\$2,367.00
11/24/19	Margaret A. Dale	210	Review P. Possinger and J. Levitan edits to draft opposition to trustee motion (0.50); E-mails with J. Roche regarding draft (0.30).	0.80	\$631.20
11/24/19	Maja Zerjal	210	Further analyze issues related to bondholders' request for trustee (0.40).	0.40	\$315.60
11/24/19	Jennifer L. Roche	210	Revise draft responses to lien scope requests for admission.	0.70	\$552.30
11/25/19	William D. Dalsen	210	Analyze fiscal agent responses and objections to discovery requests (1.60); Review claim objections notices of participation (0.40).	2.00	\$1,578.00
11/25/19	Margaret A. Dale	210	Review B. Rosen comments to opposition to trustee motion and call with B. Rosen regarding same (0.30); Review and revise draft opposition to trustee motion (1.20).	1.50	\$1,183.50
11/25/19	Maja Zerjal	210	Discuss ERS bondholders trustee motion with M. Dale (0.30); Discuss same with J. Levitan (0.10); Review correspondence regarding same (0.20).	0.60	\$473.40

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Date	Timekeeper	Task	Description	Hours	Amount
11/25/19	Jennifer L. Roche	210	Analyze and revise draft responses to lien-scope discovery requests (2.30); E-mails and conferences with E. Carino regarding discovery requests (0.20); E-mails with M. Dale and W. Dalsen regarding discovery issues (0.10).	2.60	\$2,051.40
11/25/19	Steven O. Weise	210	Review of tracing issue.	0.30	\$236.70
11/25/19	Mee R. Kim	210	E-mails with M. Dale, Proskauer team and co-counsel regarding draft informative motion.	0.20	\$157.80
11/25/19	Elisa Carino	210	Review and revise interrogatories to assist J. Roche.	0.70	\$552.30
11/25/19	Brian S. Rosen	210	Review correspondence regarding ERS discovery (0.40).	0.40	\$315.60
11/26/19	Brian S. Rosen	210	Memorandum to M. Dale regarding expert witness (0.10); Conference call with P. Friedman, M. Dale, et al., regarding expert witness (0.60); Review and revise 926 objection (1.00); Memorandum with M. Dale regarding same (0.20); Memorandum with J. Roche regarding same (0.20).	2.10	\$1,656.90
11/26/19	Margaret A. Dale	210	Review and consider edits from restructuring team to opposition to bondholder motion for trustee (1.00); Call with J. Roche to finalize opposition brief (0.30); Review materials related to potential expert (0.30); Conference call with potential expert and UCC, Retirees, AAFAF (0.60); Review order regarding briefing on bondholder admin claim and e-mail J. Roche and W. Dalsen regarding same (0.20).	2.40	\$1,893.60
11/26/19	Mee R. Kim	210	Teleconference with M. Dale, Proskauer attorneys and co-counsel regarding litigation strategy.	0.60	\$473.40
11/26/19	Paul Possinger	210	E-mails with retiree committee counsel and ERS team regarding 926 briefing.	0.30	\$236.70
11/26/19	Jennifer L. Roche	210	Conference with potential expert (0.60); Conference with W. Dalsen regarding discovery responses (0.70); Revise discovery responses (2.30).	3.60	\$2,840.40
11/26/19	Ralph C. Ferrara	210	Review summary regarding ERS bondholders' motion seeking allowance and payment of expense claims (0.10); Review summary regarding renewed motion for appointment of trustee (0.20).	0.30	\$236.70
11/26/19	Elisa Carino	210	E-mail with L. Silvestro regarding ERS discovery.	0.40	\$315.60

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Date	Timekeeper	Task	Description	Hours	Amount
11/26/19	William D. Dalsen	210	Review ERS draft interrogatory and request for admission objections and responses (3.40); Call with J. Roche regarding ERS draft discovery responses (0.70).	4.10	\$3,234.90
11/27/19	Jennifer L. Roche	210	Conference with M. Dale and W. Dalsen regarding discovery responses (0.70); E-mails with W. Dalsen regarding discovery issues (0.10); Conference with M. Pocha regarding discovery responses (0.30); E-mails and conference with AAFAF and Committee counsel regarding discovery issues (0.70).	1.80	\$1,420.20
11/27/19	Margaret A. Dale	210	Conference call with J. Roche and W. Dalsen regarding drafts of the lien scope discovery objections and responses (0.70); Review drafts of lien scope responses and objections to RFAs and interrogatories (0.10); Conference call with counsel for Government Parties, UCC and Retirees to discuss draft responses to discovery requests (1.00).	1.80	\$1,420.20
11/27/19	William D. Dalsen	210	Continue analysis of fiscal agent responses and objections to ERS discovery requests (1.10); Call with M. Dale and J. Roche regarding ERS discovery matters and next steps (0.70).	1.80	\$1,420.20
11/27/19	Brian S. Rosen	210	Review discovery draft replies (0.50).	0.50	\$394.50
11/28/19	Joshua A. Esses	210	Review draft interrogatory responses.	0.70	\$552.30
11/28/19	Jennifer L. Roche	210	Review and revise responses to lien scope RFAs and Interrogatories.	2.20	\$1,735.80
11/29/19	Jennifer L. Roche	210	Analysis and further revision to lien scope RFAs and Interrogatory responses (1.30); E-mails with J. Esses, J. Levitan, W. Dalsen and M. Dale regarding same (0.20).	1.50	\$1,183.50
11/29/19	Margaret A. Dale	210	Review J. Esses comments on lien scope discovery objections and responses (0.40); E-mails with J. Roche and UCC regarding draft responses and objections (0.20); Review and revise draft responses and objections to lien scope RFAs (0.80); Review and revise draft responses and objections to lien scope interrogatories (0.70).	2.10	\$1,656.90
11/29/19	William D. Dalsen	210	Review draft responses and objections to bondholders' requests for admission (0.80); Review draft responses and objections to bondholders' interrogatories to ERS (0.50).	1.30	\$1,025.70

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Date	Timekeeper	Task	Description	Hours	Amount
11/29/19	Brian S. Rosen	210	Review correspondence and discovery documents regarding ERS litigation (1.10).	1.10	\$867.90
11/30/19	Brian S. Rosen	210	Review discovery response drafts (0.90).	0.90	\$710.10
11/30/19	Jennifer L. Roche	210	Review and analyze ultra vires discovery responses (0.50); E-mails with W. Dalsen, M. Dale and J. Esses regarding discovery issues (0.20); E-mails with M. Pocha regarding discovery issues (0.10); Revise lien scope discovery responses (1.00).	1.80	\$1,420.20
<b>Analysis and Strategy</b>				<b>212.70</b>	<b>\$167,820.30</b>

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Date	Timekeeper	Task	Description	Hours	Amount
11/04/19	Christopher M. Tarrant	212	[REDACTED: Work relating to court-ordered mediation].	1.80	\$486.00
11/04/19	Olaide M. Adejobi	212	Update J. Levitan and M. Dale lien-scope and ultra vires materials with new pleadings per C. Tarrant (0.50); Finish updating M. Dale binder (0.20).	0.70	\$189.00
11/05/19	Christopher M. Tarrant	212	Research regarding ERS bondholder positions by reviewing all filed 2019 statements (1.40); Prepare corresponding chart for M. Dale (0.80).	2.20	\$594.00
11/05/19	Christopher M. Tarrant	212	Research on case law regarding ultra vires and lien scope.	1.40	\$378.00
11/05/19	Tal J. Singer	212	Update ERS binder for M. Dale.	1.10	\$297.00
11/06/19	Angelo Monforte	212	Review and distribute legislative history per J. Esses.	0.70	\$189.00
11/07/19	Christopher M. Tarrant	212	Additional research regarding ERS bondholder claims.	0.40	\$108.00
11/11/19	Lawrence T. Silvestro	212	Review deposition transcripts to create inventory of all exhibits sorted by deponent (2.90).	2.90	\$783.00
11/14/19	Lawrence T. Silvestro	212	Review deposition transcripts to create inventory of all exhibits sorted by deponent (1.70).	1.70	\$459.00
11/19/19	Lawrence T. Silvestro	212	Format and prepare deposition testimony video files for importing to Case Notebook (2.60).	2.60	\$702.00
11/20/19	Lawrence T. Silvestro	212	Review, organize and update discovery related documents and correspondence (1.90).	1.90	\$513.00
11/20/19	Christopher M. Tarrant	212	Conduct research for E. Stevens regarding all pleadings and arguments made with respect to UCC motion to appoint co-trustee (1.80); E-mail to E. Stevens regarding same (0.30).	2.10	\$567.00

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11/20/19	Shealeen E. Schaefer	212	Coordinate download of ERS data with eDiscovery team.	0.30	\$81.00
11/21/19	Christopher M. Tarrant	212	Review ERS Bondholder's motion for administrative expense claim and underlying pleadings (1.30); E-mail to ERS team regarding same and deadlines to respond (0.30).	1.60	\$432.00
11/21/19	Shealeen E. Schaefer	212	Analyze historical orders in action as to specific rulings related to discovery matters.	2.20	\$594.00
11/21/19	Shealeen E. Schaefer	212	Review ERS data received from O'Melveny.	1.80	\$486.00
11/21/19	Eric R. Chernus	212	Download specified ERS bank statements (0.30); Review documents and discuss loading and storage options with case team (0.50).	0.80	\$216.00
11/22/19	Tal J. Singer	212	Pull docket information from various cases for research per C. Tarrant.	1.20	\$324.00
11/22/19	Christopher M. Tarrant	212	Review additional motions filed by ERS bondholders, ERS trustee and joinders (1.50); Review and revise responsive outline (0.60).	2.10	\$567.00
11/22/19	Lawrence T. Silvestro	212	Review, organize and update discovery related documents and correspondence (0.90).	0.90	\$243.00
11/25/19	Laura M. Geary	212	Organize and compile discovery documents for ultra vires and lien scope action for M. Dale review.	1.10	\$297.00
11/25/19	Christopher M. Tarrant	212	Review order setting deadlines regarding administrative expense claims (0.40); Conduct related research regarding same (0.40); E-mail to ERS litigation team regarding same (0.30).	1.10	\$297.00
11/25/19	Olaide M. Adejobi	212	Update index of ERS lien scope and ultra vires discovery request per M. Dale (0.60); Update materials with additional materials related to same (4.10).	4.70	\$1,269.00
11/26/19	Olaide M. Adejobi	212	Update and finalize ERS lien scope and ultra vires discovery request materials (1.00); Organize materials in shared database per L. Silvestro (1.30).	2.30	\$621.00
11/26/19	Angelo Monforte	212	Review and edit citations to opposition to renewed motion to appoint Trustee per J. Roche (3.30); Conduct related research (0.60); Draft table of authorities regarding same (0.90).	4.80	\$1,296.00
11/26/19	Christopher M. Tarrant	212	Review all responses filed and objections to ERS bondholders renewed motion to appoint receiver (0.80); E-mail to M. Dale regarding same (0.20).	1.00	\$270.00
11/26/19	Tal J. Singer	212	Pull case law for cases related to ERS bondholders as per J. Esses.	0.70	\$189.00



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Date	Timekeeper	Task	Description	Hours	Amount
11/27/19	Olaide M. Adejobi	212	Update materials related to motion for the appointment of trustees for M. Dale per L. Silvestro.	0.50	\$135.00
<b>General Administration</b>				<b>46.60</b>	<b>\$12,582.00</b>

**Plan of Adjustment and Disclosure Statement -- 215**

Date	Timekeeper	Task	Description	Hours	Amount
11/04/19	Brian S. Rosen	215	Draft memorandum to J. Esses regarding ERS demand letter (0.10); Review J. Esses memorandum regarding timing (0.10); Memorandum to J. Esses regarding same (0.10).	0.30	\$236.70
11/16/19	Brian S. Rosen	215	Review ERS analysis regarding plan treatment (0.60).	0.60	\$473.40
<b>Plan of Adjustment and Disclosure Statement</b>				<b>0.90</b>	<b>\$710.10</b>

**Employment and Fee Applications -- 218**

Date	Timekeeper	Task	Description	Hours	Amount
11/01/19	Christopher M. Tarrant	218	Review and revise seventh interim fee application and related charts and exhibits.	0.90	\$243.00
11/07/19	Natasha Petrov	218	Redact certain invoice entries.	1.10	\$297.00
11/08/19	Natasha Petrov	218	Redact certain invoice entries (1.30); Draft notice of filing of Proskauer fee application (0.40).	1.70	\$459.00
11/11/19	Natasha Petrov	218	Continue preparing fee application exhibits for filing.	0.40	\$108.00
11/11/19	Philip Omorogbe	218	Review Proskauer seventh interim fee application for ERS.	0.80	\$631.20
11/12/19	Natasha Petrov	218	Revisions to Proskauer interim fee application.	2.20	\$594.00
11/13/19	Natasha Petrov	218	Revise redactions of certain related entries per R. Kim.	1.10	\$297.00
11/14/19	Natasha Petrov	218	Finalize redactions of certain entries per R. Kim (0.80); Prepare exhibits to seventh interim fee application (0.60).	1.40	\$378.00
11/18/19	Natasha Petrov	218	Review dockets, ReOrg Research articles and pleadings for major events for Proskauer eighth interim fee application.	0.40	\$108.00
11/22/19	Natasha Petrov	218	Revise Proskauer seventh interim fee application per P. Omorogbe.	0.30	\$81.00
11/22/19	Philip Omorogbe	218	Review Proskauer seventh interim fee application.	1.80	\$1,420.20
11/25/19	Philip Omorogbe	218	Review Proskauer seventh interim fee application.	2.10	\$1,656.90



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Date	Timekeeper	Task	Description	Hours	Amount
11/25/19	Natasha Petrov	218	Review Proskauer October monthly statement in connection with drafting interim application (0.30); Calculations for Proskauer eighth interim fee application regarding same (0.40).	0.70	\$189.00
<b>Employment and Fee Applications</b>				<b>14.90</b>	<b>\$6,462.30</b>
<b>Total for Professional Services</b>					<b>\$245,487.30</b>

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
BRIAN S. ROSEN	PARTNER	15.80	789.00	\$12,466.20
CHANTEL L. FEBUS	PARTNER	0.80	789.00	\$631.20
JEFFREY W. LEVITAN	PARTNER	33.10	789.00	\$26,115.90
KEVIN J. PERRA	PARTNER	1.20	789.00	\$946.80
LARY ALAN RAPPAPORT	PARTNER	5.70	789.00	\$4,497.30
MAJA ZERJAL	PARTNER	3.00	789.00	\$2,367.00
MARGARET A. DALE	PARTNER	38.10	789.00	\$30,060.90
MICHAEL A. FIRESTEIN	PARTNER	0.30	789.00	\$236.70
PAUL POSSINGER	PARTNER	2.30	789.00	\$1,814.70
RALPH C. FERRARA	PARTNER	1.40	789.00	\$1,104.60
STEVEN O. WEISE	PARTNER	6.60	789.00	\$5,207.40
TIMOTHY W. MUNGOVAN	PARTNER	0.50	789.00	\$394.50
<b>Total for PARTNER</b>		<b>108.80</b>		<b>\$85,843.20</b>
JENNIFER L. ROCHE	SENIOR COUNSEL	75.20	789.00	\$59,332.80
<b>Total for SENIOR COUNSEL</b>		<b>75.20</b>		<b>\$59,332.80</b>
CARL MAZUREK	ASSOCIATE	5.30	789.00	\$4,181.70
ELISA CARINO	ASSOCIATE	54.30	789.00	\$42,842.70
JOSEPH CLARK	ASSOCIATE	3.10	789.00	\$2,445.90
JOSHUA A. ESSES	ASSOCIATE	3.40	789.00	\$2,682.60
MATTHEW A. SKRZYNSKI	ASSOCIATE	4.90	789.00	\$3,866.10
MEE R. KIM	ASSOCIATE	9.50	789.00	\$7,495.50
PHILIP OMOROGBE	ASSOCIATE	4.70	789.00	\$3,708.30
WILLIAM D. DALSEN	ASSOCIATE	22.50	789.00	\$17,752.50
<b>Total for ASSOCIATE</b>		<b>107.70</b>		<b>\$84,975.30</b>
ANGELO MONFORTE	LEGAL ASSISTANT	5.50	270.00	\$1,485.00
CHRISTOPHER M. TARRANT	LEGAL ASSISTANT	14.60	270.00	\$3,942.00
LAURA M. GEARY	LEGAL ASSISTANT	1.10	270.00	\$297.00
LAWRENCE T. SILVESTRO	LEGAL ASSISTANT	10.00	270.00	\$2,700.00
NATASHA PETROV	LEGAL ASSISTANT	9.30	270.00	\$2,511.00
OLAIDE M. ADEJOBI	LEGAL ASSISTANT	8.20	270.00	\$2,214.00
SHEALEEN E. SCHAEFER	LEGAL ASSISTANT	4.30	270.00	\$1,161.00
TAL J. SINGER	LEGAL ASSISTANT	3.00	270.00	\$810.00
<b>Total for LEGAL ASSISTANT</b>		<b>56.00</b>		<b>\$15,120.00</b>
ERIC R. CERNUS	PRAC. SUPPORT	0.80	270.00	\$216.00
<b>Total for PRAC. SUPPORT</b>		<b>0.80</b>		<b>\$216.00</b>
<b>Total</b>		<b>348.50</b>		<b>\$245,487.30</b>

**For Charges and Disbursements**

<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10

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Date	Timekeeper	Type	Description	Amount
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.10
11/01/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.70
11/01/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.70
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.60
11/04/2019	Rosemary Campbell	REPRODUCTION	REPRODUCTION	\$0.30
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.60
11/04/2019	Rosemary Campbell	REPRODUCTION	REPRODUCTION	\$1.10
11/04/2019	Rosemary Campbell	REPRODUCTION	REPRODUCTION	\$0.30
11/04/2019	Rosemary Campbell	REPRODUCTION	REPRODUCTION	\$0.30
11/04/2019	Rosemary Campbell	REPRODUCTION	REPRODUCTION	\$0.10
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.40
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.80
11/04/2019	Rosemary Campbell	REPRODUCTION	REPRODUCTION	\$0.10

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Date	Timekeeper	Type	Description	Amount
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.50
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.60
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.60
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.80
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.80
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.40
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.40
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.80
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.60
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$3.40
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.60
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$3.20
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.40
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.60
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.20
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$4.00
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.20
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$3.20
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$3.60
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.00
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$3.00
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.60
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$3.00
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.40
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.60
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.80
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.60

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Date	Timekeeper	Type	Description	Amount
11/04/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.40
11/08/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$5.40
11/08/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.80
11/11/2019	Natasha Petrov	REPRODUCTION	REPRODUCTION	\$0.90
11/11/2019	Natasha Petrov	REPRODUCTION	REPRODUCTION	\$6.50
11/12/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$0.70
11/12/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$0.40
11/12/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$0.10
11/12/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$0.80
11/12/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$1.20
11/12/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$0.50
11/12/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$0.10
11/15/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$2.10
11/18/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.90
11/18/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.00
11/19/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$0.60
11/19/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$0.60
11/19/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$1.00
11/19/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$1.40
11/19/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$1.50
11/20/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$7.40
11/20/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.60
11/20/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.50
11/20/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.20
11/20/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.30
11/20/2019	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$1.30
11/20/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.70
11/20/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$6.00
11/21/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.40
11/21/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$24.60
11/21/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$2.70
11/21/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$13.50
11/21/2019	Tal J. Singer	REPRODUCTION	REPRODUCTION	\$5.40
11/21/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.70
11/21/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.00
11/21/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.00
11/21/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$3.00
11/21/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.30
11/22/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.50
11/22/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.40
11/22/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.00
11/22/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$1.80
11/22/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.60
11/22/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.70
11/22/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.20
11/22/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$3.60
11/22/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$5.60
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.90
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.60
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.90
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.90
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.20

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Date	Timekeeper	Type	Description	Amount
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.50
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.60
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$4.40
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$4.40
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$4.00
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.90
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.30
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.50
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.30
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
11/25/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$1.50
11/25/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$1.70
11/25/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.30
11/25/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$1.50
11/25/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.70
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
11/25/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
11/25/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$0.10
11/25/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.20
11/25/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$0.10
11/25/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$5.50
11/25/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$0.10
11/25/2019	Jennifer L. Roche	REPRODUCTION	REPRODUCTION	\$1.60
11/25/2019	Jennifer L. Roche	REPRODUCTION	REPRODUCTION	\$2.00
11/25/2019	Angelo Monforte	REPRODUCTION	REPRODUCTION	\$2.30
11/26/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.30
11/27/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.50
<b>Total for REPRODUCTION</b>				<b>\$359.80</b>

Date	Timekeeper	Type	Description	Amount
11/26/2019	Angelo Monforte	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$384.00
<b>Total for LEXIS</b>				<b>\$384.00</b>

Date	Timekeeper	Type	Description	Amount
11/07/2019	Christopher M. Tarrant	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 11 Lines Printed	\$429.00
11/08/2019	Tal J. Singer	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 13 Lines Printed	\$715.00
11/12/2019	Tal J. Singer	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 11 Lines Printed	\$1,030.00
11/14/2019	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 7 Lines Printed	\$993.00
11/21/2019	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 41 Lines Printed	\$1,430.00



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Date	Timekeeper	Type	Description	Amount
11/23/2019	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 7 Lines Printed	\$572.00
11/25/2019	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 5 Lines Printed	\$143.00
11/26/2019	Tal J. Singer	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 14 Lines Printed	\$1,186.00
11/26/2019	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 22 Lines Printed	\$858.00
<b>Total for WESTLAW</b>				<b>\$7,356.00</b>

Date	Timekeeper	Type	Description	Amount
11/10/2019	Martin J. Bienenstock	TRANSCRIPTS & DEPOSITIONS	TRANSCRIPTS & DEPOSITIONS - - VENDOR: JAMES A. POPP STRATOXON LLC - INVOICE # 2019-11-312 - CONSULTING SERVICES OF J. POPP FOR SERVICES THROUGH OCTOBER 31, 2019 : SHIRE	\$22,750.00
<b>Total for TRANSCRIPTS &amp; DEPOSITIONS</b>				<b>\$22,750.00</b>

#### Charges and Disbursements Summary

Type of Disbursements	Amount
REPRODUCTION	359.80
LEXIS	384.00
WESTLAW	7,356.00
TRANSCRIPTS & DEPOSITIONS	22,750.00
<b>Total Expenses</b>	<b>\$30,849.80</b>
<b>Total Amount for this Matter</b>	<b>\$276,337.10</b>



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Summary of Time Billed by Task		Hours	Value
210	Analysis and Strategy	3.80	\$2,998.20
212	General Administration	42.80	\$11,556.00
219	Appeal	370.30	\$292,166.70
Total		416.90	\$306,720.90

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**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
11/27/19	Carl Mazurek	210	Review appeal briefing and oral argument outline (1.80); Attend oral argument moot with M. Bienenstock, J. Levitan, B. Rosen and J. Esses (2.00).	3.80	\$2,998.20
<b>Analysis and Strategy</b>				<b>3.80</b>	<b>\$2,998.20</b>

**General Administration -- 212**

Date	Timekeeper	Task	Description	Hours	Amount
11/01/19	Charles H. King	212	Compile and organize ERS appellate briefings, appealed decisions and authorities per J. Roberts.	5.50	\$1,485.00
11/01/19	Julia L. Sutherland	212	Compile appellate briefings and cases cited for review by J. Roberts.	0.50	\$135.00
11/03/19	Charles H. King	212	Compile and organize ERS appellate briefings, appealed decisions and authorities per J. Roberts.	4.50	\$1,215.00
11/03/19	Lawrence T. Silvestro	212	Review revised and compilation of briefing, appendices, case statutory and legal authorities, for review by J. Roberts (0.90).	0.90	\$243.00
11/04/19	Laurie A. Henderson	212	Electronic filing with the First Circuit Court of Appeals of oral argument designation in 19-1699.	0.20	\$54.00
11/05/19	Lawrence T. Silvestro	212	Compile briefing, appendices, case statutory and legal authorities for review by S. Ratner (0.80).	0.80	\$216.00
11/05/19	Angelo Monforte	212	Draft designation of M. Bienenstock presenting oral argument on December.	0.90	\$243.00
11/05/19	Olaide M. Adejobi	212	Quality-control minibooks for S. Ratner, J. Levitan, and others per J. Roberts (0.40); Coordinate delivery of minibooks to Boston and Los Angeles for S. Weise, T. Mungovan, and J. Roberts (0.40).	0.80	\$216.00
11/07/19	Christopher M. Tarrant	212	Additional research for J. Esses regarding 552(a) and (b).	2.10	\$567.00
11/08/19	Tal J. Singer	212	Research on Bankruptcy Rule 552 as per J. Esses.	3.20	\$864.00
11/12/19	Christopher M. Tarrant	212	Research related to Sections 542 and 552 for upcoming oral arguments.	2.40	\$648.00
11/12/19	Tal J. Singer	212	Research various cases for 552 appeal.	2.10	\$567.00
11/13/19	Christopher M. Tarrant	212	Research related to Sections 542 and 552 for upcoming oral arguments.	2.10	\$567.00
11/14/19	Christopher M. Tarrant	212	Research related to 522 decision and underlying pleadings for M. Skrzynski.	1.10	\$297.00

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Date	Timekeeper	Task	Description	Hours	Amount
11/14/19	Tal J. Singer	212	Identify documents within the Cottonprot v. Johnson case docket to obtain more information on laws regarding per capita payments as per J. Esses.	0.90	\$243.00
11/14/19	Angelo Monforte	212	Communication with O. Golinder regarding application of S. Weise for admission to First Circuit Court.	0.20	\$54.00
11/19/19	Christopher M. Tarrant	212	Conduct research related to sur-reply brief.	1.80	\$486.00
11/20/19	Christopher M. Tarrant	212	Conduct research related to argument section of 552 brief.	2.10	\$567.00
11/21/19	Christopher M. Tarrant	212	Assist with preparation for 12/4 First Circuit oral arguments by gathering requested case law and related materials.	2.10	\$567.00
11/21/19	Olaide M. Adejobi	212	Call with C. Tarrant regarding assembling appeals materials for upcoming oral argument (0.10); Coordinate the printing and delivery of materials with Epiq (0.50).	0.60	\$162.00
11/23/19	Angelo Monforte	212	Review and edit citations to Board's sur-reply per J. Esses (3.60); Conduct related research (0.70).	4.30	\$1,161.00
11/25/19	Angelo Monforte	212	Review and edit citations to Board's revised sur-reply per J. Esses (1.40); Conduct related research (0.20).	1.60	\$432.00
11/25/19	Angelo Monforte	212	Draft tables of contents and authorities to Board's sur-reply per J. Esses.	1.40	\$378.00
11/27/19	Angelo Monforte	212	Review joint appendix and distribute pages referenced in Board's sur-reply per J. Esses.	0.70	\$189.00
<b>General Administration</b>				<b>42.80</b>	<b>\$11,556.00</b>

**Appeal -- 219**

Date	Timekeeper	Task	Description	Hours	Amount
11/01/19	Joshua A. Esses	219	Draft chart of responses to Bondholders' replies in section 552 appeal.	4.90	\$3,866.10
11/01/19	Steven O. Weise	219	Review § 552 issues for appeal.	3.20	\$2,524.80
11/02/19	Steven O. Weise	219	Review § 552 issues for appeal.	3.70	\$2,919.30
11/03/19	Steven O. Weise	219	Review and revise Section 552 appeal outline of Board response to ERS bondholder reply.	3.70	\$2,919.30
11/04/19	Steven O. Weise	219	Prepare responses to the bondholders' reply in Section 552 appeal.	3.40	\$2,682.60
11/04/19	Jeffrey W. Levitan	219	Review outline for oral argument (1.10); Call with J. Esses regarding argument outline (0.10); E-mails with J. Esses regarding demand letter (0.20).	1.40	\$1,104.60
11/04/19	Joshua A. Esses	219	Draft responses to reply in section 552 appeal.	2.80	\$2,209.20

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Date	Timekeeper	Task	Description	Hours	Amount
11/05/19	Joshua A. Esses	219	Draft response to bondholder demand letter (2.80); Draft outline of responses to reply for section 552 appeal (3.70).	6.50	\$5,128.50
11/05/19	Hena Vora	219	Communication with J. Esses and C. Mazurek regarding compiling chart of ERS brief arguments (1.00).	1.00	\$789.00
11/05/19	Steven O. Weise	219	Draft responses to the bondholders' reply in Section 552 appeal.	3.80	\$2,998.20
11/05/19	Steven O. Weise	219	Review § 552 issues.	4.80	\$3,787.20
11/06/19	Steven O. Weise	219	Prepare analysis regarding § 552 issues.	3.20	\$2,524.80
11/06/19	Lary Alan Rappaport	219	E-mails with J. Esses, P. Possinger, C. Febus, and M. Firestein regarding oral argument preparation issue for appellate argument (0.20); Review briefing in prior matters with respect to ERS oral argument issue (0.20).	0.40	\$315.60
11/06/19	Jonathan E. Richman	219	Call with J. Esses and J. Levitan regarding preparation for oral argument (0.10); Review research for responses to appellants' reply brief (3.40); Draft and review e-mails with Proskauer team regarding same (0.10).	3.60	\$2,840.40
11/06/19	Jeffrey W. Levitan	219	Review S. Weise comments to argument outline, conference with J. Esses regarding outline, e-mail S. Weise regarding argument (0.50); Review P. Hamburger comments to outline (0.10); Review e-mails and calls with J. Richman regarding retroactivity (0.20).	0.80	\$631.20
11/06/19	Carl Mazurek	219	Calls with J. Esses and H. Vora to discuss responses to arguments advanced in appellants' reply briefs.	0.20	\$157.80
11/06/19	Chantel L. Febus	219	Communications with J. Esses and P. Possinger regarding ERS section 552 appeal.	0.40	\$315.60
11/06/19	Chantel L. Febus	219	[REDACTED: Work relating to court-ordered mediation].	0.30	\$236.70
11/06/19	Joshua A. Esses	219	Draft response to reply for section 552 appeal preparation (5.70); Call with H. Vora regarding property interests (0.50).	6.20	\$4,891.80
11/06/19	Hena Vora	219	Draft sections of ERS brief regarding property interest in post-petition proceeds from prepetition interests (2.30); Call with J. Esses regarding prepetition interests and post-petition proceeds (0.50).	2.80	\$2,209.20
11/07/19	Hena Vora	219	Supplement argument chart for briefing as per J. Esses.	0.70	\$552.30
11/07/19	Joshua A. Esses	219	Draft response to reply in preparation of section 552 appeal.	3.00	\$2,367.00
11/07/19	Steven O. Weise	219	Review of law regarding § 552 issues.	3.30	\$2,603.70
11/08/19	Joshua A. Esses	219	Draft response of replies to section 552 appeal.	5.80	\$4,576.20
11/10/19	Joshua A. Esses	219	Draft responses to reply for section 552 appeal.	3.70	\$2,919.30

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Date	Timekeeper	Task	Description	Hours	Amount
11/10/19	Carl Mazurek	219	Draft responses to bondholders' arguments regarding prospective application of PROMESA.	1.80	\$1,420.20
11/11/19	Carl Mazurek	219	Review appellants' briefs (1.20); Draft responses to bondholders' arguments regarding prospective application of PROMESA (1.90).	3.10	\$2,445.90
11/11/19	Joshua A. Esses	219	Meet with J. Levitan on section 552 oral argument preparation (0.40); Draft responses to reply in section 552 appeal (1.40).	1.80	\$1,420.20
11/11/19	Kevin J. Perra	219	Review and analyze Court filings.	0.60	\$473.40
11/11/19	Jeffrey W. Levitan	219	Review note comments on argument summary (1.40); Conference with J. Esses regarding argument preparation (0.40); Review S. Weise comments to outline (0.30).	2.10	\$1,656.90
11/11/19	Steven O. Weise	219	Draft responses to the bondholders' reply in Section 552 appeal.	2.20	\$1,735.80
11/12/19	Steven O. Weise	219	Prepare arguments on bondholder § 552 arguments.	3.80	\$2,998.20
11/12/19	Joshua A. Esses	219	Draft responses to reply in section 552 appeal.	3.10	\$2,445.90
11/13/19	Joshua A. Esses	219	Draft responses to replies for section 552 oral argument (1.50); Confer with J. Levitan regarding same (0.20).	1.70	\$1,341.30
11/13/19	Jeffrey W. Levitan	219	Review S. Weise e-mails regarding argument preparation (0.20); Review Cottonport follow-up cases (0.80); Review, comment on argument outline (0.70); Conference with J. Esses regarding argument outline (0.20).	1.90	\$1,499.10
11/13/19	Steven O. Weise	219	Review law regarding responses to the bondholders' reply in Section 552 appeal.	1.30	\$1,025.70
11/13/19	Martin J. Bienenstock	219	Research UCC issues to prepare for oral argument of ERS bondholder appeal.	6.40	\$5,049.60
11/14/19	Martin J. Bienenstock	219	Research issues raised in ERS bondholders replies to prepare for oral argument of appeal.	6.80	\$5,365.20
11/14/19	Paul M. Hamburger	219	Review and analyze material to prepare for oral argument prep on ERS Bondholder litigation.	1.00	\$789.00
11/16/19	Steven O. Weise	219	Review of law and review and revise brief on § 552 issues.	2.30	\$1,814.70
11/18/19	Steven O. Weise	219	Review of law and review and revise brief on § 552 issues.	2.60	\$2,051.40
11/18/19	Timothy W. Mungovan	219	Communications with J. Esses regarding coordinating moot court for appeal on December 4 (0.20).	0.20	\$157.80
11/18/19	Brian S. Rosen	219	Review order regarding sur-reply (0.10); Review reply brief of bondholders (1.30).	1.40	\$1,104.60

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Date	Timekeeper	Task	Description	Hours	Amount
11/18/19	Lary Alan Rappaport	219	Review First Circuit order requesting supplemental briefing on appeal (0.10); E-mails with M. Firestein regarding First Circuit order requesting supplemental briefing on appeal (0.10).	0.20	\$157.80
11/18/19	Jeffrey W. Levitan	219	Conference with J. Esses regarding moot court (0.20); Review order, e-mails with J. Esses regarding supplemental brief (0.20).	0.40	\$315.60
11/19/19	Matthew J. Morris	219	Review appellate briefs to begin to plan contribution to sur-reply regarding constitutional avoidance issue.	2.20	\$1,735.80
11/19/19	William D. Dalsen	219	Review bondholder reply brief in view of First Circuit order requiring supplemental briefing (0.50); Call with team regarding ordered sur-reply brief (1.20); Begin review of prior ERS briefing to prepare sur-reply brief (0.20).	1.90	\$1,499.10
11/19/19	Jeffrey W. Levitan	219	Review chart of bondholder arguments (0.60); Prepare outline of supplemental brief (0.60); Attend call with J. Esses, S. Weise, and J. Roberts regarding drafting supplemental brief (1.20); Call with M. Morris regarding retroactivity issue (0.20); Call with B. Rosen regarding supplemental brief (0.20).	2.80	\$2,209.20
11/19/19	John E. Roberts	219	Call with J. Levitan, S. Weise, W. Dalsen, and J. Esses to discuss supplemental briefing ordered by First Circuit (1.20); Prepare for call (1.00).	2.20	\$1,735.80
11/19/19	Margaret A. Dale	219	Review First Circuit order regarding supplemental briefing and communications with team regarding same (0.20).	0.20	\$157.80
11/19/19	Joshua A. Esses	219	Draft sur-reply in section 552 appeal.	7.30	\$5,759.70
11/19/19	Steven O. Weise	219	Review of law and review and revise brief on § 552 issues.	2.40	\$1,893.60
11/20/19	Steven O. Weise	219	Review of law and review and revise brief on § 552 issues.	3.20	\$2,524.80
11/20/19	Joshua A. Esses	219	Draft sur-reply in section 552 appeal (11.30).	11.30	\$8,915.70
11/20/19	William D. Dalsen	219	Review appellate briefing to prepare sur-reply in Section 552 appeal (1.20); Analyze potential sur-reply arguments (4.10); Draft sur-reply arguments (3.50).	8.80	\$6,943.20
11/20/19	Margaret A. Dale	219	Communications with J. Levitan regarding additional briefing to the First Circuit (0.20); Communications with W. Dalsen and J. Roche regarding supplemental briefing to First Circuit (0.20).	0.40	\$315.60
11/20/19	Matthew J. Morris	219	Draft constitutional law section for appellate sur-reply brief.	4.10	\$3,234.90

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Date	Timekeeper	Task	Description	Hours	Amount
11/20/19	Jeffrey W. Levitan	219	Conferences with M. Morris, e-mail with W. Dalsen, and conference with J. Esses regarding drafting supplemental brief (0.50); Revise draft supplemental brief (3.30); Call with S. Weise, call with M. Dale regarding supplemental brief (0.30); Conference with J. Esses regarding revisions (0.40); E-mail with J. Roberts and S. Weise regarding supplemental brief (0.30).	4.80	\$3,787.20
11/21/19	Neal S. Schelberg	219	Call with J. Levitan, P. Hamburger and J. Esses regarding payment of unfunded pension liability as a contractual obligation.	0.40	\$315.60
11/21/19	Jeffrey W. Levitan	219	E-mail with P. Friedman regarding supplemental response (0.10); Review outline, analyze responses to questions, conference J. Esses regarding argument outline (0.50); Call with J. Esses, P. Hamburger, and N. Schelberg regarding pension shortfall (0.30); Review outline of argument (0.40); Conference with J. Esses regarding outline (0.20); Revise supplemental brief (3.60); Conference with J. Esses regarding revisions (1.60); Calls and e-mails with P. Friedman regarding supplemental brief (0.30); Review revised brief (0.50); Calls and e-mails J. Clark regarding pension issues (0.40).	7.90	\$6,233.10
11/21/19	Stephen L. Ratner	219	Review District Court opinion for oral argument moot.	0.40	\$315.60
11/21/19	Paul M. Hamburger	219	Analyze issues regarding ERS litigation and appeal (0.90); Discuss same with J. Esses, J. Levitan, and N. Schelberg (0.30).	1.20	\$946.80
11/21/19	William D. Dalsen	219	Call with J. Roberts regarding draft sur-reply brief (0.40).	0.40	\$315.60
11/21/19	Matthew J. Morris	219	Review edits to sur-reply.	0.50	\$394.50
11/21/19	John E. Roberts	219	Call with W. Dalsen to discuss issues in sur-reply brief (0.40); Call with S. Weise to discuss issues in sur-reply brief (0.20); Call with J. Levitan to discuss issues in sur-reply brief (0.10); Revise sur-reply brief (5.40).	6.10	\$4,812.90
11/21/19	Steven O. Weise	219	Review of law and review and revise brief on § 552 issues.	3.40	\$2,682.60
11/21/19	Joshua A. Esses	219	Meet with J. Levitan on review of surreply (1.10); Review comments from J. Roberts and draft surreply (0.40); Call with P. Hamburger and others on surreply (0.50); Draft surreply (10.90).	12.90	\$10,178.10
11/21/19	Timothy W. Mungovan	219	Communications with P. Friedman and J. Esses regarding section 552 appeal (0.40).	0.40	\$315.60
11/22/19	Joshua A. Esses	219	Draft sur-reply in section 552 appeal (6.50); Call with J. Levitan, A. Cacace, and J. Clark regarding same (0.30).	6.80	\$5,365.20



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Date	Timekeeper	Task	Description	Hours	Amount
11/22/19	Jeffrey W. Levitan	219	E-mail M. Bienenstock regarding argument outline (0.20); Teleconference J. Roberts regarding drafting issues (0.10); Review S. Weise comments (0.60); Review US pension cases (0.90); Review analysis, teleconference J. Clark regarding pension cases (0.20); Review note comments on revised brief (1.40); Conferences J. Esses regarding revised brief (0.50); Teleconference J. Esses, J. Clark, A. Cacace regarding pension cases (0.30); Edit supplemental brief (4.00).	8.20	\$6,469.80
11/22/19	Steven O. Weise	219	Review of law and review and revise brief on § 552 issues.	6.80	\$5,365.20
11/22/19	Joseph Clark	219	Call with J. Levitan to discuss research (0.20); Research on plan asset issues (0.80); Call with J. Levitan, A. Cacace and J. Esses (0.30); Review draft excerpt from brief (0.30).	1.60	\$1,262.40
11/22/19	John E. Roberts	219	Revise sur-reply brief (4.20); Call with J. Levitan and J. Esses to discuss sur-reply brief (0.20).	4.40	\$3,471.60
11/22/19	Stephen L. Ratner	219	Review briefs, opinion and related materials for oral argument moot.	0.60	\$473.40
11/22/19	Anthony Cacace	219	Call with J. Levitan, J. Esses, and J. Clark regarding withdrawal liability issue (0.30); Revise portion of brief (0.10).	0.40	\$315.60
11/22/19	Matthew J. Morris	219	Review revisions to appellate sur-reply brief.	0.40	\$315.60
11/22/19	Neal S. Schelberg	219	Review and revise J. Esses brief regarding unfunded pension liability.	0.30	\$236.70
11/22/19	Paul M. Hamburger	219	Analyze briefs and documents in ERS bondholder litigation and review files for legal status of pension claims for J. Esses.	1.20	\$946.80
11/23/19	Paul M. Hamburger	219	Read and analyze briefs and reply briefs as well as chart of comments for Board.	2.00	\$1,578.00
11/23/19	Joshua A. Esses	219	Draft response to questions from M. Bienenstock for section 552 appeal.	1.70	\$1,341.30
11/23/19	Martin J. Bienenstock	219	Research and draft sections of sur-reply brief requested by First Circuit.	7.40	\$5,838.60
11/23/19	Jeffrey W. Levitan	219	Review final draft of brief (0.60); E-mails J. Esses, S. Weise brief (0.20); Review analysis of issues for supplemental brief (0.60).	1.40	\$1,104.60
11/23/19	Steven O. Weise	219	Review of law and review and revise brief on § 552 issues.	5.40	\$4,260.60
11/23/19	Brian S. Rosen	219	Review Sur-Reply (0.70).	0.70	\$552.30
11/24/19	Steven O. Weise	219	Review of law and review and revise brief on § 552 issues.	9.20	\$7,258.80
11/24/19	Brian S. Rosen	219	Review S. Weise memorandum regarding authorities (0.20); Review correspondence regarding sur-reply (0.40); Review latest draft of same (0.90).	1.50	\$1,183.50



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Date	Timekeeper	Task	Description	Hours	Amount
11/24/19	Martin J. Bienenstock	219	Review and revise sur-reply brief requested by First Circuit.	6.20	\$4,891.80
11/24/19	Joshua A. Esses	219	Draft response to questions from M. Bienenstock for section 552 appeal.	1.60	\$1,262.40
11/24/19	Paul M. Hamburger	219	Review and analyze appellant briefs and appellee responses to prepare for meeting on moot court.	3.50	\$2,761.50
11/25/19	Martin J. Bienenstock	219	Review and revise sur-reply brief requested by First Circuit and reviewed final drafts and changes.	7.80	\$6,154.20
11/25/19	Paul M. Hamburger	219	Analyze briefs and reply briefs to prepare for moot court issues.	1.00	\$789.00
11/25/19	Stephen L. Ratner	219	Review briefs, opinion and related materials for oral argument moot.	0.40	\$315.60
11/25/19	Jeffrey W. Levitan	219	Review revised brief (0.70); Review M. Bienenstock e-mail regarding brief (0.10); Edit brief (2.80); Conference with J. Esses regarding revisions to brief (1.80).	5.40	\$4,260.60
11/25/19	John E. Roberts	219	Revise sur-reply brief and prepare for filing.	2.30	\$1,814.70
11/25/19	Michael R. Hackett	219	Review draft sur-reply (0.70); Correspondence with legal team regarding sur-reply (0.20).	0.90	\$710.10
11/25/19	Matthew J. Morris	219	Review revisions to sur-reply.	0.40	\$315.60
11/25/19	Joshua A. Esses	219	Review and revise ERS sur-reply (9.00); Conference with J. Levitan regarding revisions to brief (1.80).	10.80	\$8,521.20
11/25/19	Steven O. Weise	219	Review of law and review and revise brief on § 552 issues.	7.20	\$5,680.80
11/25/19	Kevin J. Perra	219	Review and analyze court filings.	0.20	\$157.80
11/25/19	Brian S. Rosen	219	Review sur-reply (1.30).	1.30	\$1,025.70
11/26/19	Joshua A. Esses	219	Prepare for oral argument in section 552 appeal.	2.00	\$1,578.00
11/26/19	Steven O. Weise	219	Prepare for oral argument on § 552 issues.	3.30	\$2,603.70
11/26/19	Kevin J. Perra	219	Review and analyze court filings.	0.70	\$552.30
11/26/19	Michael A. Firestein	219	[REDACTED: Work relating to court-ordered mediation] (0.30).	0.30	\$236.70
11/26/19	Timothy W. Mungovan	219	Communications with J. Roberts and M. Bienenstock regarding First Circuit judges assigned to panel (0.30).	0.30	\$236.70
11/26/19	Jeffrey W. Levitan	219	Review e-mails regarding argument, e-mail P. Friedman regarding brief.	0.20	\$157.80
11/26/19	Stephen L. Ratner	219	Review sur-reply appeal brief and related materials.	0.60	\$473.40
11/26/19	John E. Roberts	219	Prepare for moot argument.	2.20	\$1,735.80
11/26/19	Paul M. Hamburger	219	Review sur-reply brief to prepare for moot court issues.	1.00	\$789.00
11/27/19	Martin J. Bienenstock	219	Prepare for moot court (4.90); Moot court with Proskauer team and O'Melveny (2.00).	6.90	\$5,444.10
11/27/19	John E. Roberts	219	Attend moot argument in Altair appeal (2.00); Prepare for same (0.30).	2.30	\$1,814.70
11/27/19	Paul M. Hamburger	219	Prepare for meeting on ERS bond appeal (0.70); Participate in moot discussion and preparation regarding ERS Bond appeal (2.00).	2.70	\$2,130.30

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Date	Timekeeper	Task	Description	Hours	Amount
11/27/19	William D. Dalsen	219	Attend moot argument for ERS appeal on 552 issues (2.00); Prepare for same (1.10).	3.10	\$2,445.90
11/27/19	Jeffrey W. Levitan	219	Review briefs, outline issues to be discussed at moot court (2.70); Participate in moot court (2.00).	4.70	\$3,708.30
11/27/19	Joshua A. Esses	219	Moot court on section 552 appeal (2.00); Prepare for section 552 oral argument (2.20).	4.20	\$3,313.80
11/27/19	Brian S. Rosen	219	Partial attendance at 552 moot session (1.30).	1.30	\$1,025.70
11/27/19	Steven O. Weise	219	Prepare for oral argument on § 552 issues.	3.30	\$2,603.70
11/29/19	Steven O. Weise	219	Prepare for oral argument on § 552 issues.	2.50	\$1,972.50
11/29/19	Martin J. Bienenstock	219	Prepare for appellate argument regarding special revenues and underlying documents and Puerto Rico statutes.	6.50	\$5,128.50
11/30/19	Martin J. Bienenstock	219	E-mails with Citi regarding special revenue issues (0.80); Prepare outlines of certain dominant points to raise at oral argument (5.20).	6.00	\$4,734.00
11/30/19	Jeffrey W. Levitan	219	E-mail M. Bienenstock regarding oral argument, review S. Weise and T. Green e-mails regarding same.	0.50	\$394.50
11/30/19	Steven O. Weise	219	Prepare for oral argument on § 552 issues.	2.40	\$1,893.60
11/30/19	Joshua A. Esses	219	Respond to questions from M. Bienenstock in preparation for oral argument on section 552 appeal.	0.80	\$631.20
<b>Appeal</b>				<b>370.30</b>	<b>\$292,166.70</b>
<b>Total for Professional Services</b>					<b>\$306,720.90</b>

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
ANTHONY CACACE	PARTNER	0.40	789.00	\$315.60
BRIAN S. ROSEN	PARTNER	6.20	789.00	\$4,891.80
CHANTEL L. FEBUS	PARTNER	0.70	789.00	\$552.30
JEFFREY W. LEVITAN	PARTNER	42.50	789.00	\$33,532.50
JOHN E. ROBERTS	PARTNER	19.50	789.00	\$15,385.50
JONATHAN E. RICHMAN	PARTNER	3.60	789.00	\$2,840.40
KEVIN J. PERRA	PARTNER	1.50	789.00	\$1,183.50
LARY ALAN RAPPAPORT	PARTNER	0.60	789.00	\$473.40
MARGARET A. DALE	PARTNER	0.60	789.00	\$473.40
MARTIN J. BIENENSTOCK	PARTNER	54.00	789.00	\$42,606.00
MICHAEL A. FIRESTEIN	PARTNER	0.30	789.00	\$236.70
MICHAEL R. HACKETT	PARTNER	0.90	789.00	\$710.10
NEAL S. SCHELBERG	PARTNER	0.70	789.00	\$552.30
PAUL M. HAMBURGER	PARTNER	13.60	789.00	\$10,730.40
STEPHEN L. RATNER	PARTNER	2.00	789.00	\$1,578.00
STEVEN O. WEISE	PARTNER	90.40	789.00	\$71,325.60
TIMOTHY W. MUNGOVAN	PARTNER	0.90	789.00	\$710.10
<b>Total for PARTNER</b>		<b>238.40</b>		<b>\$188,097.60</b>
CARL MAZUREK	ASSOCIATE	8.90	789.00	\$7,022.10
HENA VORA	ASSOCIATE	4.50	789.00	\$3,550.50
JOSEPH CLARK	ASSOCIATE	1.60	789.00	\$1,262.40
JOSHUA A. ESSES	ASSOCIATE	98.90	789.00	\$78,032.10
MATTHEW J. MORRIS	ASSOCIATE	7.60	789.00	\$5,996.40
WILLIAM D. DALSEN	ASSOCIATE	14.20	789.00	\$11,203.80
<b>Total for ASSOCIATE</b>		<b>135.70</b>		<b>\$107,067.30</b>
ANGELO MONFORTE	LEGAL ASSISTANT	9.10	270.00	\$2,457.00
CHARLES H. KING	LEGAL ASSISTANT	10.00	270.00	\$2,700.00
CHRISTOPHER M. TARRANT	LEGAL ASSISTANT	13.70	270.00	\$3,699.00
JULIA L. SUTHERLAND	LEGAL ASSISTANT	0.50	270.00	\$135.00
LAWRENCE T. SILVESTRO	LEGAL ASSISTANT	1.70	270.00	\$459.00
OLAIDE M. ADEJOBI	LEGAL ASSISTANT	1.40	270.00	\$378.00
TAL J. SINGER	LEGAL ASSISTANT	6.20	270.00	\$1,674.00
<b>Total for LEGAL ASSISTANT</b>		<b>42.60</b>		<b>\$11,502.00</b>
LAURIE A. HENDERSON	LIT. SUPPORT	0.20	270.00	\$54.00
<b>Total for LIT. SUPPORT</b>		<b>0.20</b>		<b>\$54.00</b>
<b>Total</b>		<b>416.90</b>		<b>\$306,720.90</b>

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MEMBER

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**For Charges and Disbursements**

Date	Timekeeper	Type	Description	Amount
11/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.40
11/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.40
11/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.40
11/25/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.30
11/25/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.10
11/25/2019	Angelo Monforte	REPRODUCTION	REPRODUCTION	\$2.50
11/26/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.20
11/26/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.10
11/26/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$2.50
<b>Total for REPRODUCTION</b>				<b>\$8.90</b>

Date	Timekeeper	Type	Description	Amount
11/06/2019	Hena Vora	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$4.00
<b>Total for LEXIS</b>				<b>\$4.00</b>

Date	Timekeeper	Type	Description	Amount
11/01/2019	Charles H. King	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 96 Lines Printed	\$776.00
11/01/2019	Joshua A. Esses	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 2 Lines Printed	\$102.00
11/01/2019	Julia L. Sutherland	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 41 Lines Printed	\$143.00
11/05/2019	Joshua A. Esses	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 7 Lines Printed	\$429.00
11/20/2019	Joshua A. Esses	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 32 Lines Printed	\$858.00
11/20/2019	William D. Dalsen	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 6 Lines Printed	\$568.00
11/21/2019	John E. Roberts	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 5 Lines Printed	\$429.00
11/22/2019	John E. Roberts	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 8 Lines Printed	\$286.00
11/23/2019	Angelo Monforte	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 32 Lines Printed	\$858.00
11/25/2019	Angelo Monforte	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 12 Lines Printed	\$286.00
11/25/2019	Angelo Monforte	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 4 Lines Printed	\$102.00

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MEMBER

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**Total for WESTLAW** **\$4,837.00**

Date	Timekeeper	Type	Description	Amount
11/07/2019	Martin J. Bienenstock	PRINTING, BINDING, ETC.	PRINTING, BINDING, ETC. - - VENDOR: EPIQ EDISCOVERY SOLUTIONS, INC. EPIQ eDISCOVERY SOLUTIONS INC - INVOICE # 90383985 - PRINTING ( BLOWBACKS ) WITH ASSEMBLY , BINDING- COIL , PHOTOCOPY- ALPHA/NUMERIC PRE- PRINTED TABS / PHOTOCOPY- CUSTOMS TABS	\$5,747.62
11/07/2019	Martin J. Bienenstock	PRINTING, BINDING, ETC.	PRINTING, BINDING, ETC. - - VENDOR: EPIQ EDISCOVERY SOLUTIONS, INC. EPIQ eDISCOVERY SOLUTIONS INC - INVOICE # 90383986 - PRINTING ( BLOWBACKS ) WITH ASSEMBLY , BINDING- COIL , PHOTOCOPY- ALPHA/NUMERIC PRE- PRINTED TABS / PHOTOCOPY- CUSTOMS TABS	\$2,181.53
11/25/2019	Martin J. Bienenstock	PRINTING, BINDING, ETC.	PRINTING, BINDING, ETC. - - VENDOR: EPIQ EDISCOVERY SOLUTIONS, INC. EPIQ eDISCOVERY SOLUTIONS INC - INVOICE NO. 90392042- PRINTING (BLOWBACKS) WITH ASSEMBLY / BINDING -COIL/ PHOTOCOPY -ALPHA/ NUMERIC PRE-PRINTED TABS	\$1,084.23
<b>Total for PRINTING, BINDING, ETC.</b>				<b>\$9,013.38</b>

Date	Timekeeper	Type	Description	Amount
05/06/2019	Martin J. Bienenstock	SUBPOENA SERVICE	Reversal from Void Check Number: 508824 Bank ID: JPUSO3 Voucher ID: 2413189 Vendor: Bruce Bennett SUBPOENA SERVICE - - VENDOR: Bruce Bennett Bruce Bennett - WITNESS FEE	-\$40.00
05/06/2019	Martin J. Bienenstock	SUBPOENA SERVICE	Reversal from Void Check Number: 508825 Bank ID: JPUSO3 Voucher ID: 2413190 Vendor: John K. Cunningham SUBPOENA SERVICE - - VENDOR: John K. Cunningham John K. Cunningham - WITNESS FEE	-\$40.00
<b>Total for SUBPOENA SERVICE</b>				<b>-\$80.00</b>

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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**Charges and Disbursements Summary**

<b>Type of Disbursements</b>	<b>Amount</b>
REPRODUCTION	8.90
LEXIS	4.00
WESTLAW	4,837.00
PRINTING, BINDING, ETC.	9,013.38
SUBPOENA SERVICE	-80.00
<b>Total Expenses</b>	<b>\$13,783.28</b>
<b>Total Amount for this Matter</b>	<b>\$320,504.18</b>

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0046 ERS TITLE III - PENSION CHALLENGE

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Summary of Time Billed by Task		Hours	Value
205	Communications with the Commonwealth and its Representatives	0.20	\$157.80
Total		0.20	\$157.80

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

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**Communications with the Commonwealth and its Representatives -- 205**

Date	Timekeeper	Task	Description	Hours	Amount
11/01/19	Jonathan E. Richman	205	Draft and review e-mails with O'Neill regarding joinder in status report.	0.20	\$157.80
<b>Communications with the Commonwealth and its Representatives</b>				<b>0.20</b>	<b>\$157.80</b>
<b>Total for Professional Services</b>					<b>\$157.80</b>



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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

0046 ERS TITLE III - PENSION CHALLENGE

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
JONATHAN E. RICHMAN	PARTNER	0.20	789.00	\$157.80
<b>Total for PARTNER</b>		<b>0.20</b>		<b>\$157.80</b>
	<b>Total</b>	<b>0.20</b>		<b>\$157.80</b>
	<b>Total Amount for this Matter</b>			<b>\$157.80</b>

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

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CREDITOR VEGABAJENA

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Summary of Time Billed by Task		Hours	Value
202	Legal Research	0.70	\$552.30
206	Documents Filed on Behalf of the Board	7.00	\$5,523.00
207	Non-Board Court Filings	0.90	\$710.10
210	Analysis and Strategy	12.30	\$9,704.70
Total		20.90	\$16,490.10

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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CREDITOR VEGABAJENA

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## Legal Research -- 202

Date	Timekeeper	Task	Description	Hours	Amount
11/15/19	Michael A. Firestein	202	Research background issues raised by Court for new briefing (0.40).	0.40	\$315.60
11/16/19	Michael A. Firestein	202	Research and review responsive issues to Court order (0.30).	0.30	\$236.70
<b>Legal Research</b>				<b>0.70</b>	<b>\$552.30</b>

## Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
11/19/19	Jennifer L. Roche	206	Analyze and draft supplemental brief regarding motion to dismiss.	2.80	\$2,209.20
11/21/19	Jennifer L. Roche	206	Draft supplemental briefing in support of motion to dismiss (1.30).	1.30	\$1,025.70
11/22/19	Jennifer L. Roche	206	Analyze M. Firestein proposed edits to Court-ordered supplemental brief regarding motion to dismiss (0.10);	0.60	\$473.40
			Revise brief (0.50).		
11/22/19	Michael A. Firestein	206	Draft supplemental brief in response to Court order (0.60).	0.60	\$473.40
11/24/19	Michael A. Firestein	206	Review revisions to Board supplemental briefing as directed by Court (0.20).	0.20	\$157.80
11/24/19	Jennifer L. Roche	206	E-mail with M. Firestein regarding issues in supplemental brief on motion to dismiss (0.10); Revise supplemental brief (0.50).	0.60	\$473.40
11/24/19	Paul Possinger	206	Review and revise supplemental brief for motion to dismiss.	0.90	\$710.10
<b>Documents Filed on Behalf of the Board</b>				<b>7.00</b>	<b>\$5,523.00</b>

## Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
11/15/19	Michael A. Firestein	207	Review Court order on supplemental briefing (0.20).	0.20	\$157.80
11/18/19	Michael A. Firestein	207	Review 503 resolution translation (0.20).	0.20	\$157.80
11/21/19	Michael A. Firestein	207	Review court filing (0.20).	0.20	\$157.80
11/25/19	Laura Stafford	207	Review and analyze Vegabajena supplemental brief (0.30).	0.30	\$236.70
<b>Non-Board Court Filings</b>				<b>0.90</b>	<b>\$710.10</b>

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**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
11/15/19	Jennifer L. Roche	210	Analysis regarding order for supplemental briefing and materials cited therein (1.50); Conferences and e-mails with M. Firestein regarding order (0.40); E-mail M. Firestein, P. Possinger, L. Stafford and B. Rosen regarding order and analysis (0.20); Conferences and e-mails with L. Rappaport regarding issues raised in order (0.10); E-mail local counsel regarding resolution addressed in order (0.10).	2.30	\$1,814.70
11/15/19	Lary Alan Rappaport	210	E-mails with M. Firestein, J. Roche, B. Rosen, M. Mervis, M. Dale, T. Mungovan regarding Judge Swain's order for supplemental briefing in Cooperativa Vegabajena (0.30); Conferences with M. Firestein, J. Roche, and M. Dale regarding Judge Swain request for supplemental briefing in Cooperativa Vegabajena (0.30); Research for legislation, briefing for supplemental briefing in Cooperativa Vegabajena (0.50).	1.10	\$867.90
11/15/19	Michael A. Firestein	210	Calls with J. Roche on strategy for required supplemental briefing on Cooperativa matter (0.40); Call with B. Rosen on strategy for supplemental briefing (0.20); Draft strategic memorandum on go forward issues regarding new briefing (0.30).	0.90	\$710.10
11/18/19	Laura Stafford	210	Call with J. Roche regarding supplemental briefing in Vegabajena case (0.20).	0.20	\$157.80
11/18/19	Laura Stafford	210	Call with P. Possinger, B. Rosen, and J. Roche regarding Vegabajena case (0.30).	0.30	\$236.70
11/18/19	Paul Possinger	210	Review joint resolution 513, Court order regarding supplemental briefing, and motion to dismiss arguments (0.60); Call with J. Roche, et. al., regarding same (0.30).	0.90	\$710.10

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Date	Timekeeper	Task	Description	Hours	Amount
11/18/19	Jennifer L. Roche	210	Conference with L. Stafford regarding supplemental brief (0.20); Conference with B. Rosen, L. Stafford and P. Possinger regarding order for supplemental briefing (0.30); Conference with M. Firestein regarding order for supplemental briefing (0.50); E-mail with same regarding same (0.10); Review relevant legislation and analysis regarding issues raised by order for briefing (0.50); Draft response to order for supplemental briefing (0.60).	2.20	\$1,735.80
11/18/19	Michael A. Firestein	210	Draft memorandum on impact potential of resolution 503 (0.10); Call with J. Roche on supplemental briefing strategy as required by Court (0.50).	0.60	\$473.40
11/18/19	Brian S. Rosen	210	Review correspondence regarding Cooperativa Vegabajena complaint (0.10); Conference call with P. Possinger, J. Roche, and L. Stafford regarding resolution 513 (0.30); Memorandum to M. Yassin regarding DOJ analysis (0.20).	0.60	\$473.40
11/19/19	Paul Possinger	210	Calls with J. Roche and L. Stafford regarding supplemental briefing for motion to dismiss (0.50); E-mail to team regarding same (0.60).	1.10	\$867.90
11/19/19	Laura Stafford	210	Call with J. Roche regarding supplemental briefing (0.20).	0.20	\$157.80
11/19/19	Jennifer L. Roche	210	Conference with L. Stafford regarding issues raised in order for supplemental briefing on motion to dismiss (0.30); E-mails with B. Rosen, P. Possinger, M. Firestein and L. Stafford regarding issues raised in order for supplemental briefing (0.30); Conferences with P. Possinger regarding supplemental briefing (0.40); Conference with M. Firestein regarding supplemental briefing (0.10).	1.10	\$867.90
11/19/19	Michael A. Firestein	210	Conference with B. Rosen on Court ordered briefing (0.20); Review and draft strategic correspondence on claims resolution upload (0.30).	0.50	\$394.50
11/21/19	Michael A. Firestein	210	Teleconference with J. Roche on requirements for briefing (0.10).	0.10	\$78.90
11/22/19	Michael A. Firestein	210	Draft strategic memorandum on construct of supplemental Court ordered brief (0.20).	0.20	\$157.80
<b>Analysis and Strategy</b>				<b>12.30</b>	<b>\$9,704.70</b>
<b>Total for Professional Services</b>					<b>\$16,490.10</b>

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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CREDITOR VEGABAJENA

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#### Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
BRIAN S. ROSEN	PARTNER	0.60	789.00	\$473.40
LARY ALAN RAPPAPORT	PARTNER	1.10	789.00	\$867.90
MICHAEL A. FIRESTEIN	PARTNER	4.40	789.00	\$3,471.60
PAUL POSSINGER	PARTNER	2.90	789.00	\$2,288.10
<b>Total for PARTNER</b>		<b>9.00</b>		<b>\$7,101.00</b>
JENNIFER L. ROCHE	SENIOR COUNSEL	10.90	789.00	\$8,600.10
<b>Total for SENIOR COUNSEL</b>		<b>10.90</b>		<b>\$8,600.10</b>
LAURA STAFFORD	ASSOCIATE	1.00	789.00	\$789.00
<b>Total for ASSOCIATE</b>		<b>1.00</b>		<b>\$789.00</b>
<b>Total</b>		<b>20.90</b>		<b>\$16,490.10</b>

#### For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
11/15/2019	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 2 Lines Printed	\$180.00
11/19/2019	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 3 Lines Printed	\$143.00
<b>Total for WESTLAW</b>				<b>\$323.00</b>

#### Charges and Disbursements Summary

Type of Disbursements	Amount
WESTLAW	323.00
<b>Total Expenses</b>	<b>\$323.00</b>
<b>Total Amount for this Matter</b>	<b>\$16,813.10</b>

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X

In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND MANAGEMENT  
BOARD FOR PUERTO RICO,

No. 17 BK 3283-LTS

as representative of

(Jointly Administered)

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.<sup>1</sup>

-----X

IN RE:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

No. 17 BK 3566-LTS

THE EMPLOYEES RETIREMENT SYSTEM OF THE  
GOVERNMENT OF THE COMMONWEALTH OF  
PUERTO RICO,

Debtor.

-----X

**COVER SHEET TO THIRTY-THIRD MONTHLY FEE APPLICATION OF PROSKAUER  
ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND MANAGEMENT  
BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR, EMPLOYEES  
RETIREMENT SYSTEM ("ERS")  
FOR THE PERIOD DECEMBER 1, 2019 THROUGH DECEMBER 31, 2019**

Name of Applicant:

Proskauer Rose LLP ("Proskauer")

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Authorized to Provide  
Professional Services to:

Financial Oversight and Management Board, as  
Representative for the Debtor Pursuant to  
PROMESA Section 315(b)

Period for which compensation  
and reimbursement for fees and services  
is sought:

December 1, 2019 through December 31, 2019

Amount of compensation sought  
as actual, reasonable and necessary:

**\$403,869.60**

Amount of expense reimbursement sought  
as actual, reasonable and necessary:

**\$12,917.02**

Total Amount for these Invoices:

**\$416,786.62**

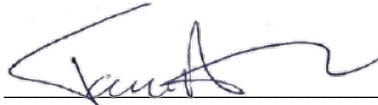
This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer's thirty-third monthly fee application in these cases.



**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for December 2019.

A handwritten signature in dark ink, appearing to read 'Jaime A. El Koury', is written over a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On January 25, 2019 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despins, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
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San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
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7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñiz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury

Summary of Legal Fees for the Period December 2019

ERS – General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	4.10	\$3,234.90
203	Hearings and Other Non-Filed Communications with the Court	1.40	\$1,104.60
204	Communications with Claimholders	18.00	\$14,202.00
205	Communications with the Commonwealth and its Representatives of the Commonwealth or its Instrumentalities	4.40	\$3,471.60
206	Documents Filed on Behalf of the Board	84.70	\$66,828.30
207	Non-Board Court Filings	3.70	\$2,919.30
208	Stay Matters	4.40	\$1,499.40
210	Analysis and Strategy	240.20	\$189,118.80
211	Non-Working Travel Time	13.80	\$10,888.20
212	General Administration	19.60	\$5,316.00
215	Plan of Adjustment and Disclosure Statement	0.40	\$315.60
218	Employment and Fee Applications	10.50	\$4,184.40
219	Appeal	0.40	\$315.60
<b>Total</b>		<b>405.60</b>	<b>\$303,398.70</b>

Summary of Legal Fees for the Period December 2019

ERS – Altair			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
211	Non-Working Travel Time	8.60	\$6,785.40
212	General Administration	0.70	\$189.00
219	Appeal	114.80	\$90,577.20
<b>Total</b>		<b>124.10</b>	<b>\$97,551.60</b>

ERS – Vegabajena			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
206	Documents Filed on Behalf of the Board	2.10	\$1,656.90
207	Non-Board Court Filings	0.30	\$236.70
210	Analysis and Strategy	1.30	\$1,025.70
<b>Total</b>		<b>3.70</b>	<b>\$2,919.30</b>

Summary of Legal Fees for the Period December 2019

**ACROSS ALL ERS-RELATED MATTERS**

Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Brian S. Rosen	Partner	BSGR & B	\$789.00	9.10	\$7,179.90
Chantel L. Febus	Partner	Litigation	\$789.00	0.40	\$315.60
Jeffrey W. Levitan	Partner	BSGR & B	\$789.00	44.10	\$34,794.90
John E. Roberts	Partner	Litigation	\$789.00	11.00	\$8,679.00
Lary Alan Rappaport	Partner	Litigation	\$789.00	0.20	\$157.80
Maja Zerjal	Partner	BSGR & B	\$789.00	3.20	\$2,524.80
Margaret A. Dale	Partner	Litigation	\$789.00	38.40	\$30,297.60
Martin J. Bienenstock	Partner	BSGR & B	\$789.00	47.80	\$37,714.20
Michael A. Firestein	Partner	Litigation	\$789.00	1.60	\$1,262.40
Michael R. Hackett	Partner	Litigation	\$789.00	3.70	\$2,919.30
Paul M. Hamburger	Partner	Labor & Employment	\$789.00	0.40	\$315.60
Ralph C. Ferrara	Partner	Litigation	\$789.00	1.50	\$1,183.50
Steven O. Weise	Partner	Corporate	\$789.00	35.40	\$27,930.60
Jennifer L. Roche	Senior Counsel	Litigation	\$789.00	46.20	\$36,451.80
Alyse Fiori Stach	Associate	Litigation	\$789.00	1.00	\$789.00
Carl Mazurek	Associate	Litigation	\$789.00	43.50	\$34,321.50
Elisa Carino	Associate	Litigation	\$789.00	2.60	\$2,051.40
Joshua A. Esses	Associate	BSGR & B	\$789.00	78.30	\$61,778.70
Laura Stafford	Associate	Litigation	\$789.00	2.30	\$1,814.70
Matthew A. Skrzynski	Associate	BSGR & B	\$789.00	7.40	\$5,838.60
Mee R. Kim	Associate	Litigation	\$789.00	25.20	\$19,882.80
Philip Omorogbe	Associate	Corporate	\$789.00	2.60	\$2,051.40
William D. Dalsen	Associate	Litigation	\$789.00	94.50	\$74,560.50
Yvonne O. Ike	E-Discovery Attorney	Professional Resources	\$390.00	1.20	\$468.00
<b>TOTAL</b>				<b>501.60</b>	<b>\$395,283.60</b>

Summary of Legal Fees for the Period December 2019

Paraprofessional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Angelo Monforte	Legal Assistant	Litigation	\$270.00	0.40	\$108.00
Christopher M. Tarrant	Legal Assistant	BSGR & B	\$270.00	1.10	\$297.00
Eric R. Chernus	Practice Support	Professional Resources	\$270.00	2.20	\$594.00
Laurie A. Henderson	Lit. Support	Litigation	\$270.00	0.30	\$81.00
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	7.90	\$2,133.00
Olaide M. Adejobi	Legal Assistant	Litigation	\$270.00	16.10	\$4,347.00
Shealeen E. Schaefer	Legal Assistant	Labor & Employment	\$270.00	3.80	\$1,026.00
<b>TOTAL</b>				<b>31.80</b>	<b>\$8,586.00</b>

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u></b> <b>533.40</b>	<b><u>Fees</u></b> <b>\$403,869.60</b>
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Summary of Disbursements for the period December 2019

**ACROSS ALL ERS-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
Airplane	\$2,449.19
Filing And Court Costs	\$2,248.50
Lodging	\$2,376.07
Out Of Town Meals	\$122.93
Out Of Town Transportation	\$1,120.63
Reproduction	\$251.30
Taxi, Carfare, Mileage And Parking	\$99.40
Westlaw	\$4,249.00
<b>Total</b>	<b>\$12,917.02</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$363,482.64 and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$12,917.02) in the total amount of \$376,399.66.

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**Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock

Martin J. Bienenstock (*pro hac vice*)  
Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900

## **Exhibit A**

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Invoice 190138242

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

0007 PROMESA TITLE III: ERS

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Summary of Time Billed by Task		Hours	Value
201	Tasks relating to the Board and Associated Members	4.10	\$3,234.90
203	Hearings and other non-filed communications with the Court	1.40	\$1,104.60
204	Communications with Claimholders	18.00	\$14,202.00
205	Communications with the Commonwealth and its Representatives	4.40	\$3,471.60
206	Documents Filed on Behalf of the Board	84.70	\$66,828.30
207	Non-Board Court Filings	3.70	\$2,919.30
208	Stay Matters	4.40	\$1,499.40
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219	Appeal	0.40	\$315.60
Total		405.60	\$303,398.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0007 PROMESA TITLE III: ERS

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**Tasks relating to the Board and Associated Members -- 201**

Date	Timekeeper	Task	Description	Hours	Amount
12/11/19	Mee R. Kim	201	E-mails with M. Dale, M. Pocha, litigation team and Board advisors regarding Puerto Rico meeting (0.20); E-mails with M. Dale regarding same (0.50); E-mails with Board advisors regarding same (0.90); E-mails with M. Dale, J. Levitan and J. Esses regarding same (0.20).	1.80	\$1,420.20
12/14/19	Mee R. Kim	201	E-mails with M. Dale and J. El Koury regarding litigation strategy.	0.30	\$236.70
12/17/19	Maja Zerjal	201	Review certain ERS administrative issues per Board's request.	0.40	\$315.60
12/18/19	Mee R. Kim	201	E-mails with M. Dale and Board advisors regarding litigation strategy (0.20); Review memorandum regarding same (0.80); E-mails with M. Dale and J. El Koury regarding same (0.60).	1.60	\$1,262.40
<b>Tasks relating to the Board and Associated Members</b>				<b>4.10</b>	<b>\$3,234.90</b>

**Hearings and other non-filed communications with the Court -- 203**

Date	Timekeeper	Task	Description	Hours	Amount
12/11/19	Margaret A. Dale	203	Argue trustee motion at omnibus hearing (1.00); Argue scheduling order issue at omnibus hearing (0.40).	1.40	\$1,104.60
<b>Hearings and other non-filed communications with the Court</b>				<b>1.40</b>	<b>\$1,104.60</b>

**Communications with Claimholders -- 204**

Date	Timekeeper	Task	Description	Hours	Amount
12/12/19	Jennifer L. Roche	204	Analysis regarding meet and confer letter response on ultra vires issues.	0.50	\$394.50
12/17/19	Jennifer L. Roche	204	Revise and finalize meet and confer letter on ERS interrogatories (0.30); Conferences with W. Dalsen regarding meet and confer issues (0.30); Prepare for meet and confer call (0.80).	1.40	\$1,104.60
12/18/19	William D. Dalsen	204	Prepare for meet/confer with opposing counsel (1.60); Meet/confer with opposing counsel regarding present discovery disputes (3.30); Call with J. Roche regarding discovery meet/confer (0.20); Correspondence with team regarding discovery meet/confer (0.60).	5.70	\$4,497.30

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0007 PROMESA TITLE III: ERS

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Date	Timekeeper	Task	Description	Hours	Amount
12/18/19	Jennifer L. Roche	204	Review deposition subpoenas (0.20); Meet and confer with bondholder and fiscal agent counsel regarding discovery issues (3.30); Follow-up conference with W. Dalsen regarding same (0.20).	3.70	\$2,919.30
12/18/19	Carl Mazurek	204	Participate in meet and confer with co-counsel and opposing counsel regarding discovery requests.	3.30	\$2,603.70
12/21/19	Jennifer L. Roche	204	E-mails with W. Dalsen and M. Dale regarding discovery meet and confer and protective order (0.20); E-mails with opposing counsel regarding same (0.10).	0.30	\$236.70
12/23/19	Jennifer L. Roche	204	E-mails with W. Dalsen and M. Pocha regarding discovery meet and confer positions (0.20); Review draft meet and confer letter on ERS RFP responses (0.20); E-mails with opposing counsel regarding discovery meet and confer positions (0.20); E-mails with W. Dalsen regarding discovery issues and protective order (0.20).	0.80	\$631.20
12/23/19	Margaret A. Dale	204	E-mails with M. Pocha, W. Dalsen and J. Roche regarding follow-up on the "meet and confer" and next steps regarding discovery issues (0.50); E-mails with W. Dalsen and bondholder counsel regarding edits to joint motion regarding administrative expense claims (0.20).	0.70	\$552.30
12/27/19	Brian S. Rosen	204	Review and revise ERS claims objections (1.30); Conference with J. Esses regarding same (0.10); Conference with J. Levitan regarding same (0.10); Memorandum to M. Dale regarding same (0.10).	1.60	\$1,262.40
<b>Communications with Claimholders</b>				<b>18.00</b>	<b>\$14,202.00</b>

**Communications with the Commonwealth and its Representatives -- 205**

Date	Timekeeper	Task	Description	Hours	Amount
12/19/19	Carl Mazurek	205	Call with co-counsel to discuss discovery responses and objections (0.70); Draft analysis of fiscal agent's and ERS bondholders' responses and objections to discovery requests (1.80).	2.50	\$1,972.50
12/22/19	Jennifer L. Roche	205	E-mails with M. Pocha and W. Dalsen regarding meet and confer issues (0.20); Conference call with M. Pocha, W. Dalsen and R. Holm regarding meet and confer issues and draft letter to bondholders (0.70).	0.90	\$710.10

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0007 PROMESA TITLE III: ERS

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Date	Timekeeper	Task	Description	Hours	Amount
12/22/19	William D. Dalsen	205	Call with counsel to AAFAF regarding discovery matters (0.70); Correspondence with M. Dale and J. Roche regarding discovery matters (0.30).	1.00	\$789.00
<b>Communications with the Commonwealth and its Representatives</b>				<b>4.40</b>	<b>\$3,471.60</b>

**Documents Filed on Behalf of the Board -- 206**

Date	Timekeeper	Task	Description	Hours	Amount
12/04/19	Matthew A. Skrzynski	206	Draft revisions to response to interim report in connection with modification of order scheduling administrative expense hearing.	1.00	\$789.00
12/04/19	Matthew A. Skrzynski	206	Revise response to interim report in connection with modification of order scheduling administrative expense hearing.	2.30	\$1,814.70
12/10/19	Joshua A. Esses	206	Draft supplemental claim objection.	0.80	\$631.20
12/11/19	Joshua A. Esses	206	Draft supplemental objection to ERS fiscal agent claim.	1.40	\$1,104.60
12/11/19	Jeffrey W. Levitan	206	Review responses to Board discovery (1.20); Review draft issues letters and related e-mails (0.30); Conference J. Esses regarding claim objections (0.20); Conference W. Dalsen regarding discovery (0.40).	2.10	\$1,656.90
12/12/19	Jeffrey W. Levitan	206	Conference with J. Esses, L. Stafford, regarding ERS claim objection (0.20); Review transcript of 926 motion (0.50).	0.70	\$552.30
12/12/19	Joshua A. Esses	206	Draft ERS supplemental claim objection to fiscal agent claim.	3.50	\$2,761.50
12/13/19	Joshua A. Esses	206	Call with M. Dale and team on ERS cash restrictions (0.50); Draft ERS claim objection (3.60); Call with Ernst Young on ERS cash balances (0.40).	4.50	\$3,550.50
12/14/19	Joshua A. Esses	206	Draft objections to ERS bondholder claims.	1.80	\$1,420.20
12/15/19	Joshua A. Esses	206	Draft objections to ERS bondholder claims.	3.40	\$2,682.60
12/16/19	Joshua A. Esses	206	Draft objections to ERS bondholder claims.	0.90	\$710.10
12/17/19	William D. Dalsen	206	Review draft joint motion regarding scheduling of administrative claim motions (0.80); Revise proposed joint confidentiality order for lien-scope and ultra vires litigation (2.20).	3.00	\$2,367.00
12/17/19	Carl Mazurek	206	Draft motion to modify the stay order regarding administrative expense claims motions.	3.80	\$2,998.20

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0007 PROMESA TITLE III: ERS

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Date	Timekeeper	Task	Description	Hours	Amount
12/18/19	Joshua A. Esses	206	Meet with J. Levitan on ERS claim objections (1.10); Draft claim objection (1.10); Call with litigation parties on discovery issues (1.00).	3.20	\$2,524.80
12/19/19	Joshua A. Esses	206	Draft objections to claims filed by ERS bondholders against the Commonwealth and ERS.	5.50	\$4,339.50
12/19/19	William D. Dalsen	206	Revise draft confidentiality order for use in lien scope and ultra vires litigations (1.00).	1.00	\$789.00
12/20/19	William D. Dalsen	206	Revise draft confidentiality order for use in lien scope and ultra vires litigations (0.10).	0.10	\$78.90
12/20/19	Joshua A. Esses	206	Draft objections to claims filed by ERS bondholders against the Commonwealth and ERS.	1.40	\$1,104.60
12/20/19	Jeffrey W. Levitan	206	Revise claims objection (1.40); Review internal e-mails regarding discovery (0.20).	1.60	\$1,262.40
12/21/19	Joshua A. Esses	206	Draft objections to claims filed by ERS bondholders against the Commonwealth and ERS.	0.20	\$157.80
12/21/19	Jeffrey W. Levitan	206	Edit objection to PR funds claims (1.60); Review and note comments on Altair objections (0.80); Review and note comments on fiscal agent objection (0.70); E-mail J. Esses regarding revisions to objections (0.60).	3.70	\$2,919.30
12/23/19	Joshua A. Esses	206	Draft objections to claims filed by ERS bondholders against the Commonwealth and ERS.	4.80	\$3,787.20
12/24/19	Jeffrey W. Levitan	206	Review revised Commonwealth claims objections (0.90); Review ERS claims objections (0.60); Teleconference J. Esses regarding revisions to objections (0.30).	1.80	\$1,420.20
12/24/19	Joshua A. Esses	206	Draft objections to claims filed by ERS bondholders against the Commonwealth and ERS (1.30); Call with J. Levitan on same (0.30).	1.60	\$1,262.40
12/26/19	Joshua A. Esses	206	Draft objections to ERS bondholder claims.	3.30	\$2,603.70
12/26/19	William D. Dalsen	206	Revise draft joint motion to vacate administrative expense order (0.20).	0.20	\$157.80
12/27/19	William D. Dalsen	206	Revise draft protective order for ultra vires and lien scope actions (1.30).	1.30	\$1,025.70
12/27/19	Joshua A. Esses	206	Draft objections to ERS bondholder claims (3.70); Conference with J. Levitan regarding claims objections (0.60); Confer with B. Rosen regarding same (0.10).	4.40	\$3,471.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Date	Timekeeper	Task	Description	Hours	Amount
12/29/19	Carl Mazurek	206	Compose outline of motion to compel against ERS bondholders (2.60); Draft motion to compel against ERS bondholders (2.10).	4.70	\$3,708.30
12/30/19	Carl Mazurek	206	Review and draft analysis of ERS bondholders' and fiscal agents' supplemental discovery responses (2.70); Draft motion to compel against ERS bondholders (6.50); Review and edit draft of motion to compel against ERS bondholders (1.20); Draft motion to compel against fiscal agent (1.80).	12.20	\$9,625.80
12/30/19	Joshua A. Esses	206	Draft objections to claims filed by ERS bondholders.	0.10	\$78.90
12/30/19	William D. Dalsen	206	Finalize joint motion to vacate administrative expense motion schedule (0.20).	0.20	\$157.80
12/31/19	Carl Mazurek	206	Draft motion to compel against fiscal agent (3.90); Meet and confer with counsel for bondholders and fiscal agent (0.30).	4.20	\$3,313.80
<b>Documents Filed on Behalf of the Board</b>				<b>84.70</b>	<b>\$66,828.30</b>

**Non-Board Court Filings -- 207**

Date	Timekeeper	Task	Description	Hours	Amount
12/02/19	Matthew A. Skrzynski	207	Review ERS bondholder and fiscal agent administrative expense motions.	0.60	\$473.40
12/03/19	Michael A. Firestein	207	Review bondholder sur-reply on 552 issues for impact on other cases (0.30); [REDACTED: Work relating to court-ordered mediation] (0.20).	0.50	\$394.50
12/05/19	Elisa Carino	207	Analyze ERS dockets to assist W. Dalsen and M. Dale.	2.60	\$2,051.40
<b>Non-Board Court Filings</b>				<b>3.70</b>	<b>\$2,919.30</b>

**Stay Matters -- 208**

Date	Timekeeper	Task	Description	Hours	Amount
12/04/19	Olaide M. Adejobi	208	Compile lift-stay briefings related to the Title III cases per J. Sosa.	3.80	\$1,026.00
12/06/19	Jeffrey W. Levitan	208	Review UBS lift-stay response (0.50); E-mail M. Dale regarding UBS (0.10).	0.60	\$473.40
<b>Stay Matters</b>				<b>4.40</b>	<b>\$1,499.40</b>



**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
12/01/19	William D. Dalsen	210	Correspondence with J. Levitan, J. Roche, and restructuring team regarding draft discovery responses and objections (0.20).	0.20	\$157.80
12/01/19	Jennifer L. Roche	210	E-mails with J. Levitan, M. Dale, W. Dalsen regarding discovery issues (0.10); Review comments on ultra vires discovery responses (0.30).	0.40	\$315.60
12/01/19	Jeffrey W. Levitan	210	Review revisions and comment to lien scope discovery responses (0.40); Review revisions and comments to ultra vires discovery (0.50); E-mail W. Dalsen regarding discovery (0.20).	1.10	\$867.90
12/02/19	Brian S. Rosen	210	Partial attendance on conference call regarding ERS discovery responses (with joint parties) (0.40).	0.40	\$315.60
12/02/19	Jennifer L. Roche	210	Review revisions to ultra vires discovery responses (0.40); Conference with M. Pocha regarding lien scope discovery responses (0.30); Conference with AAFAF and Committee counsel regarding ultra vires discovery responses (0.60); Revise ultra vires discovery responses (1.10); Conference with M. Dale regarding discovery issues (0.20).	2.60	\$2,051.40
12/02/19	Jeffrey W. Levitan	210	E-mail M. Dale regarding experts (0.10); Conference with J. Esses regarding administrative claim (0.10); Review e-mails, conference J. Roche regarding discovery (0.30); E-mail with M. Dale regarding discovery (0.10); Review comments to ultra vires discovery (0.30); Participate in call with committee representatives regarding discovery (0.60); Review amended informative motion, e-mail D. Barron regarding notices (0.20).	1.70	\$1,341.30
12/02/19	Matthew A. Skrzynski	210	Review background materials relating to ERS scheduling in support of proposed recommendation regarding scheduling of administrative expense motions filed against ERS and Commonwealth.	3.20	\$2,524.80
12/02/19	Matthew A. Skrzynski	210	Correspond with C. Tarrant regarding ERS scheduling orders (0.10); Correspond with B. Rosen, J. Levitan, and J. Esses regarding scheduling of ERS bondholder and fiscal agent administrative expense motions (0.20).	0.30	\$236.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0007 PROMESA TITLE III: ERS

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Date	Timekeeper	Task	Description	Hours	Amount
12/02/19	William D. Dalsen	210	Analyze offensive discovery issues (2.00); Begin draft letter to fiscal agent and bondholders concerning discovery issues (2.00).	4.00	\$3,156.00
12/02/19	Margaret A. Dale	210	Review revised drafts of lien scope RFA responses and interrogatory responses (1.40); Teleconference with J. Roche regarding discovery responses (0.20); Review ultra vires responses and objections regarding RFAs and interrogatories (1.00).	2.60	\$2,051.40
12/02/19	Mee R. Kim	210	E-mails with common interest litigation counsel regarding draft notice motion.	0.10	\$78.90
12/03/19	Mee R. Kim	210	E-mails with M. Dale, W. Dalsen and J. Roche regarding litigation strategy.	0.10	\$78.90
12/03/19	Margaret A. Dale	210	Conference call with Ernst Young and B. Rosen regarding expert (0.30); Review ERS procedures and scheduling orders, bondholders and fiscal agent administrative claim motion and scheduling order regarding same (0.80); Conference call with B. Rosen and BNY counsel regarding administrative claim motion (0.10).	1.20	\$946.80
12/03/19	William D. Dalsen	210	Correspondence with M. Dale regarding ERS claims procedures (0.20); Continue review of bondholder objections and responses to requests for production (1.80); Draft letter to fiscal agent concerning deficiencies with responses and objections to ERS requests for production (0.30).	2.30	\$1,814.70
12/03/19	Jennifer L. Roche	210	Review proposed revisions to ERS lien scope discovery responses (0.40); Conference with M. Pocha and ERS regarding discovery (0.90); Follow-up conferences with M. Pocha regarding discovery responses (0.60); Revise draft discovery (1.00); Conference with M. Dale regarding discovery issues (0.10); E-mails with J. Esses, M. Dale and J. Levitan regarding discovery issues (0.20); Finalize and serve ultra vires and lien scope discovery responses (0.70).	3.90	\$3,077.10
12/03/19	Jeffrey W. Levitan	210	Conference M. Dale regarding discovery, experts (0.20); Review revised discovery responses, e-mails J. Roche (0.50); Call with B. Rosen regarding administrative claim (0.10); Review 926 reply (0.70); Review Santander discovery response, e-mail with M. Dale (0.10).	1.60	\$1,262.40

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Date	Timekeeper	Task	Description	Hours	Amount
12/04/19	William D. Dalsen	210	Analyze fiscal agent and bondholder responses and objections to requests for production (0.40); Correspondence with M. Dale regarding fiscal agent and bondholder discovery deficiencies (0.10).	0.50	\$394.50
12/04/19	Jennifer L. Roche	210	Revise and send verified interrogatory response (0.20); E-mails with paralegal team regarding maintaining and organizing discovery (0.10).	0.30	\$236.70
12/04/19	Jeffrey W. Levitan	210	E-mails with M. Dale regarding experts, discovery, review e-mails regarding discovery (0.30); Conferences with B. Rosen regarding additional objections (0.20); Draft outline additional claims objections (0.20).	0.70	\$552.30
12/04/19	Chantel L. Febus	210	Communication with M. Dale regarding expert in ERS.	0.10	\$78.90
12/04/19	Mee R. Kim	210	E-mails with M. Dale, litigation team, co-counsel, and Board advisors regarding strategy (0.20); E-mails with Proskauer team regarding same (0.20); E-mails with M. Dale, J. Roche and M. Pocha regarding same (0.20); E-mails with M. Dale, W. Dalsen and C. Febus regarding same (0.10).	0.70	\$552.30
12/05/19	Mee R. Kim	210	E-mails with M. Dale, J. Roche and M. Pocha regarding litigation strategy (0.10); E-mails with M. Dale and W. Dalsen regarding same (0.40); E-mails with M. Dale, M. Pocha, litigation team and Board advisors regarding same (0.10); E-mails with M. Dale, W. Dalsen and J. Roche regarding same (0.10).	0.70	\$552.30
12/05/19	Jeffrey W. Levitan	210	Conference with J. Esses regarding supplemental objection (0.30); Review e-mails regarding experts (0.10); E-mail M. Dale regarding hearing (0.20).	0.60	\$473.40
12/05/19	William D. Dalsen	210	Analyze ERS bondholder discovery responses and objections to ERS requests for production (1.00); Analyze fiscal agent and bondholder responses and objections to ERS interrogatories (3.30).	4.30	\$3,392.70
12/06/19	William D. Dalsen	210	Complete draft discovery deficiency letter to fiscal agent (1.60); Review revised draft deficiency letter to fiscal agent (0.50); Confer with J. Roche regarding meet and confer letter to fiscal agent (0.20).	2.30	\$1,814.70

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12/06/19	Jennifer L. Roche	210	Analyze and revise draft meet and confer letter to fiscal agent (1.20); Conference with W. Dalsen regarding same (0.20).	1.40	\$1,104.60
12/06/19	Jennifer L. Roche	210	Draft outline for argument on motion for trustee.	1.00	\$789.00
12/06/19	Mee R. Kim	210	Teleconference with M. Dale and M. Pocha regarding potential litigation strategy (0.30); Teleconference with M. Dale, J. Levitan, co-counsels and Board advisor regarding same (0.70).	1.00	\$789.00
12/06/19	Joshua A. Esses	210	Call with B. Rosen and J. Levitan on bondholder claim objections (0.60); Call with tracing expert (0.30); Review memorandum on claims objections (2.20).	3.10	\$2,445.90
12/06/19	Jeffrey W. Levitan	210	Review claims objections, memorandum, revise outline of additional objections (0.60); Call with B. Rosen and J. Esses, regarding additional objection (0.60); Call with M. Dale and M. Pocha regarding expert issues (0.70); Call with M. Dale regarding 926 (0.10); E-mail with M. Dale regarding funds flow (0.10).	2.10	\$1,656.90
12/06/19	Margaret A. Dale	210	Communications with bondholder counsel and B. Rosen regarding schedule for briefing administrative claim motions (0.20); Conference call with M. Pocha and R. Kim regarding tracing expert next steps (0.30); Conference call with experts, Proskauer team, M. Pocha, and M. Root regarding engagement and next steps (0.70).	1.20	\$946.80
12/06/19	Mee R. Kim	210	E-mails with M. Dale and M. Pocha regarding strategy teleconference with Board advisors (0.30); E-mails with M. Dale and J. Levitan regarding same (0.20); E-mails with M. Dale, J. Levitan, J. Esses, W. Dalsen and J. Roche regarding same (0.20); E-mails with M. Dale, M. Pocha and A. Mohan regarding same (0.10); E-mails with M. Dale and Board advisors regarding same (0.20).	1.00	\$789.00
12/07/19	Jennifer L. Roche	210	Analysis of reply brief in support of renewed motion for trustee under section 926 and preparation for oral argument.	2.60	\$2,051.40
12/07/19	William D. Dalsen	210	Correspondence with eDiscovery regarding loading of third-party productions (0.20).	0.20	\$157.80
12/07/19	Brian S. Rosen	210	Review ERS discovery correspondence (0.40).	0.40	\$315.60

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Date	Timekeeper	Task	Description	Hours	Amount
12/08/19	Jennifer L. Roche	210	Draft outline for argument on bondholders renewed motion for trustee under section 926.	2.20	\$1,735.80
12/08/19	William D. Dalsen	210	Correspondence with J. Levitan, J. Roche and team regarding expert meeting (0.20).	0.20	\$157.80
12/08/19	Jeffrey W. Levitan	210	Review draft argument outline, e-mail J. Roche regarding same.	0.50	\$394.50
12/09/19	Jennifer L. Roche	210	E-mails with W. Dalsen and J. Esses regarding discovery response issues.	0.30	\$236.70
12/09/19	William D. Dalsen	210	Complete draft discovery deficiency letter to fiscal agent regarding responses and objections to requests for production (2.90); Complete draft discovery deficiency letter to ERS bondholders regarding responses and objections to requests for production (1.50); Correspondence with counsel to AAFAF regarding draft discovery deficiency letters (0.30); Correspondence with team regarding bondholder discovery deficiency letters (0.10); Correspondence with committees and government parties regarding draft discovery deficiency letters (0.20); Revise draft discovery deficiency letters (2.20).	7.20	\$5,680.80
12/09/19	Jeffrey W. Levitan	210	Call J. Bliss regarding administration claim (0.20); Conference with J. Esses regarding expert supplemental claim objection (0.20); E-mail with M. Dale and W. Dalsen, conference J. Esses regarding discovery (0.40).	0.80	\$631.20
12/09/19	Margaret A. Dale	210	Conference with J. Levitan regarding argument on trustee motion (0.20); Review and revise draft deficiency letters to bondholders and fiscal agent regarding document requests (0.80); E-mails with J. Levitan regarding ERS work product on perfection issues (0.10).	1.10	\$867.90
12/09/19	Joshua A. Esses	210	Review outline for section 926 oral argument (0.40); Draft supplemental objection to fiscal agent claim (0.80).	1.20	\$946.80
12/09/19	Mee R. Kim	210	E-mails with M. Dale, M. Pocha, litigation team and Board advisors regarding strategy.	0.10	\$78.90
12/09/19	Jeffrey W. Levitan	210	Confer with M. Dale regarding argument on trustee motion (0.20).	0.20	\$157.80
12/09/19	Michael R. Hackett	210	Correspondence with legal team regarding discovery matters.	0.30	\$236.70

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Date	Timekeeper	Task	Description	Hours	Amount
12/10/19	Ralph C. Ferrara	210	Review summaries regarding appeal and oral argument by ERS bondholders (0.80); Review summaries regarding ERS bondholders renewed motion to be appointed as trustees and associated objections (0.70).	1.50	\$1,183.50
12/10/19	Margaret A. Dale	210	Review case law and prepare for argument on trustee motion (5.60); Conference call with W. Dalsen and J. Roche to discuss offensive and defensive discovery issues (0.40); Revise outline for argument on trustee motion (1.50).	7.50	\$5,917.50
12/10/19	William D. Dalsen	210	Correspondence with counsel to AAFAF regarding draft discovery deficiency letters (0.30); Call with counsel to AAFAF regarding discovery deficiency letters (0.20); Call with M. Dale and J. Roche regarding discovery status (0.40); Revise consolidated draft discovery deficiency letters (2.00).	2.90	\$2,288.10
12/10/19	Jennifer L. Roche	210	Analysis regarding bondholders meet and confer letter and ERS discovery responses (1.00); Conference with W. Dalsen and M. Dale regarding discovery issues (0.40); Conference and e-mails with W. Dalsen regarding responding to discovery meet and confer (0.40); Draft letter regarding Board responses to subpoena (0.80); E-mail with M. Dale regarding trustee motion argument (0.20); Analyze revised outline for motion argument (0.20).	3.00	\$2,367.00
12/11/19	Steven O. Weise	210	Review issues regarding transfer of collateral free of security interest.	0.40	\$315.60

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Date	Timekeeper	Task	Description	Hours	Amount
12/11/19	William D. Dalsen	210	Review correspondence from UCC regarding discovery deficiency letters (0.10); Correspondence with J. Roche and M. Dale regarding discovery deficiency letters (0.20); Call with J. Levitan regarding discovery deficiency letters (0.40); Call with UCC regarding discovery deficiency letters (0.10); Review proposed edits to deficiency letters from Special Claims Committee (0.20); Correspondence with counsel to Retiree Committee regarding discovery deficiency letters (0.10); Correspondence with counsel to Special Claims Committee regarding discovery deficiency letters (0.10); Correspondence with S. Weise regarding fiscal agent and bondholders' interrogatory responses concerning security interests (0.30); Correspondence with opposing counsel regarding discovery deficiencies (0.30); Finalize draft discovery deficiency letters (2.90).	4.70	\$3,708.30
12/11/19	Margaret A. Dale	210	E-mails with R. Kim regarding retention of experts for tracing (0.20); Review letter to fiscal agent regarding discovery response deficiencies (0.20); Review letter to bondholders regarding discovery response deficiencies (0.30).	0.70	\$552.30
12/11/19	Jennifer L. Roche	210	Analyze comments on and issues related to discovery meet and confer letters (0.50); Conference and e-mails with W. Dalsen regarding discovery meet and confer letters (0.20); E-mails with AAFAF and Committee counsel regarding discovery meet and confer issues (0.20); Draft letter to bondholders regarding meet and confer on Board objections to subpoena (1.30).	2.20	\$1,735.80
12/11/19	Brian S. Rosen	210	Review M. Dale outline regarding hearing (0.20); Review M. Bienenstock memorandum regarding same (0.10); Memorandum to M. Bienenstock regarding same (0.10); Memorandum to M. Dale regarding hearing (0.20); Review M. Dale memorandum regarding same (0.20); Review correspondence regarding discovery (1.00).	1.80	\$1,420.20
12/11/19	Michael R. Hackett	210	Correspondence regarding discovery issues.	0.30	\$236.70



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Date	Timekeeper	Task	Description	Hours	Amount
12/12/19	Mee R. Kim	210	E-mails with M. Dale, M. Zerjal and litigation team regarding ERS accounts (0.20); E-mails with M. Dale, M. Pocha, and Board advisors regarding strategy (0.10); Discussions with Board advisor regarding same (0.20); E-mails with M. Dale regarding same discussions (0.60).	1.10	\$867.90
12/12/19	Margaret A. Dale	210	Call with W. Dalsen regarding revisions to ERS scheduling order (0.20).	0.20	\$157.80
12/12/19	William D. Dalsen	210	Review subpoena requests to Board (0.40); Review responses and objections to subpoena to Board (0.30); Review letter from opposing counsel responding to Board objections and responses to letter (0.70); Call with M. Dale regarding ERS discovery status, modification to ERS scheduling order, and next steps (0.20); Revise draft discovery letter concerning subpoena requests to Board (0.80).	2.40	\$1,893.60
12/12/19	Laura Stafford	210	Call with J. Esses and J. Levitan regarding ERS objections (0.20).	0.20	\$157.80
12/13/19	Laura Stafford	210	E-mails with J. Esses regarding objections to claims (0.30).	0.30	\$236.70
12/13/19	Brian S. Rosen	210	Review correspondence regarding ERS discovery issues (0.70).	0.70	\$552.30
12/13/19	William D. Dalsen	210	Revise draft discovery letter concerning subpoena requests to Board (3.60); Correspondence with J. Roche regarding Board response to subpoena requests (0.30); Call with M. Dale and J. Roche regarding response to subpoena requests (0.40); Correspondence with J. Roche and M. Dale regarding discovery meet/confer (0.20); Correspondence with team regarding deposition notices (0.30); Correspondence with committees and government parties concerning discovery matters (1.00).	5.80	\$4,576.20
12/13/19	Jeffrey W. Levitan	210	Review draft discovery response (0.50); E-mail W. Dalsen regarding discovery (0.30); Review UCC analysis, e-mail S. Weise (0.30); E-mail M. Zerjal regarding tracing (0.20).	1.30	\$1,025.70



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Date	Timekeeper	Task	Description	Hours	Amount
12/13/19	Margaret A. Dale	210	Review spreadsheet regarding ERS bank accounts (0.50); Conference call with M. Zerjal, J. Levitan, R. Kim, and J. Esses to discuss ERS accounts and work already done (0.50); Conference call with Ernst Young, E. Trigo, M. Zerjal, J. Levitan, R. Kim, and J. Esses to discuss ERS bank accounts (0.40); Conference call with J. Roche and W. Dalsen to discuss defensive discovery position and letter to bondholders regarding same (0.30); E-mails with counsel for AAFAF, UCC and Retirees regarding offensive and defensive discovery issues (0.30); Call with M. Pocha regarding meeting with ERS (0.20); E-mails with W. Dalsen regarding communications to bondholders regarding discovery (0.40); Review updated spreadsheet regarding ERS bank accounts (0.40).	3.00	\$2,367.00
12/13/19	Jennifer L. Roche	210	Conference and e-mails with W. Dalsen regarding discovery meet and confer letters (0.40); Review draft meet and confer letters (0.70); Conference with W. Dalsen and M. Dale regarding discovery strategy (0.40); E-mails with Committee and AAFAF counsel regarding discovery strategy (0.20); Review correspondence with bondholder counsel regarding meet and confer issues (0.20).	1.90	\$1,499.10
12/13/19	Jeffrey W. Levitan	210	Participate in call with M. Dale and M. Zerjal regarding ERS cash accounts (0.50); Conference with J. Esses regarding claims objections (0.50); Participate in call with Ernst Young regarding ERS accounts (0.40).	1.40	\$1,104.60
12/13/19	Alyse Fiori Stach	210	Call with M. Zerjal, M. Dale and ERS team regarding ERS accounts (0.50); Review ERS account information (0.50).	1.00	\$789.00
12/13/19	Maja Zerjal	210	Prepare for call (0.50); Participate in internal litigation and restructuring call with M. Dale regarding ERS accounts (0.50); Review internal correspondence regarding same (0.40); Correspond with Board advisors regarding same (0.30); Participate in call with Proskauer, Ernst Young, and O'Neill regarding same (0.40); Review list of ERS accounts and related best interest test report (0.70).	2.80	\$2,209.20

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Date	Timekeeper	Task	Description	Hours	Amount
12/13/19	Mee R. Kim	210	Teleconference with M. Zerjal, M. Dale, and litigation team regarding ERS accounts (0.50); E-mails with M. Zerjal, litigation team and Board advisors regarding same (0.30); Teleconference with M. Zerjal, M. Dale, litigation team and Board advisors regarding same (0.40); E-mails with M. Dale and Board advisors regarding strategy (0.20).	1.40	\$1,104.60
12/14/19	Jennifer L. Roche	210	E-mails with M. Dale and W. Dalsen regarding strategy on discovery issues (0.40); E-mail with L. Stafford regarding discovery and document review (0.10).	0.50	\$394.50
12/14/19	William D. Dalsen	210	Correspondence with paralegals regarding discovery tracking charts (0.20); Correspondence with M. Dale and J. Roche regarding discovery tracking charts (0.10); Correspondence with counsel to Committees and Government Parties regarding discovery strategy (0.30); Correspondence with M. Dale and J. Roche regarding ERS deposition notices (0.30); Correspondence with B. Rosen and J. Levitan regarding ERS deposition notices (0.10); Draft correspondence to opposing counsel regarding meet/confer on discovery matters (0.90); Review draft correspondence to ERS bondholders from ERS (1.40).	3.30	\$2,603.70
12/14/19	Brian S. Rosen	210	Review ERS discovery correspondence (0.40).	0.40	\$315.60
12/14/19	Laura Stafford	210	E-mails with J. Roche, Y. Ike and O. Friedman regarding ERS discovery (0.20).	0.20	\$157.80
12/14/19	Margaret A. Dale	210	E-mails with W. Dalsen and J. Roche regarding discovery status and edits to discovery letters (0.50); E-mails with J. Roche and W. Dalsen regarding Board discovery/e-mail search (0.30); E-mails with J. El Koury regarding expert retention (0.20).	1.00	\$789.00
12/15/19	Margaret A. Dale	210	E-mails with W. Dalsen and J. Roche regarding discovery status and edits to discovery letters (0.20); E-mails with J. Levitan, S. Weise, W. Dalsen regarding potential deponents for lien scope/ultra vires (0.20); Review expert mark up of engagement letter and related conflict issues (0.40).	0.80	\$631.20
12/15/19	Brian S. Rosen	210	Review discovery correspondence (0.10).	0.10	\$78.90

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Date	Timekeeper	Task	Description	Hours	Amount
12/15/19	Jennifer L. Roche	210	Analysis regarding discovery issues raised by bondholders (0.50); Review and revise draft meet and confer letters regarding discovery issues (1.80); E-mails with W. Dalsen regarding same (0.40); E-mails with Committee and AAFAF counsel regarding discovery and meet and confer issues (0.30).	3.00	\$2,367.00
12/15/19	William D. Dalsen	210	Correspondence with B. Rosen, J. Levitan, and J. Esses regarding ERS discovery matters (0.40); Correspondence with S. Weise regarding ERS discovery issues (0.20); Revise draft discovery letters to ERS bondholders regarding discovery disputes (1.00); Correspondence with committees and government parties regarding draft discovery letters (0.60); Correspondence with counsel to AAFAF regarding discovery matters (0.20); Review revised draft letter to ERS bondholders regarding ERS discovery issues (0.50).	2.90	\$2,288.10
12/15/19	Mee R. Kim	210	E-mails with Board advisors regarding litigation strategy (0.10); Analyze same (1.20); E-mail M. Dale regarding same (0.70); E-mails with M. Zerjal, J. Levitan and litigation team regarding ERS accounts (0.40).	2.40	\$1,893.60
12/15/19	Steven O. Weise	210	Review issues regarding transfer of collateral and effect on security interest.	4.20	\$3,313.80
12/16/19	Steven O. Weise	210	Review of issues relating to transfers of collateral free of security interest.	2.20	\$1,735.80
12/16/19	Yvonne O. Ike	210	E-mails with L. Stafford regarding Board and staff Relativity search (0.20); Create same in Relativity (0.80).	1.00	\$390.00
12/16/19	Mee R. Kim	210	E-mails with M. Dale regarding litigation strategy (0.30); E-mail with J. Levitan regarding same (0.20); Discussion with J. Levitan regarding same (0.10); Revise memorandum regarding same (0.40); Discussion with Board advisor regarding same (0.20); E-mail M. Dale and J. El Koury regarding same (0.40); Revise same per J. El Koury comments (2.20); E-mail M. Dale and Board advisors regarding same (0.20); E-mails with M. Dale, M. Pocha, litigation team, and Board advisors regarding strategy session (0.20).	4.20	\$3,313.80
12/16/19	Michael R. Hackett	210	Correspondence regarding discovery matters.	0.20	\$157.80

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Date	Timekeeper	Task	Description	Hours	Amount
12/16/19	Jennifer L. Roche	210	Draft and revise meet and confer letters on discovery issues (0.50); Conferences and e-mails with W. Dalsen regarding discovery issues (0.50); E-mails with Committee and AAFAF counsel regarding meet and confer positions (0.30); Analysis regarding Board documents and potential searches responsive to bondholder subpoena (1.20).	2.50	\$1,972.50
12/16/19	Brian S. Rosen	210	Review ERS discovery correspondence (0.40).	0.40	\$315.60
12/16/19	Laura Stafford	210	E-mails with J. Roche and Y. Ike regarding ERS discovery searches (0.50).	0.50	\$394.50
12/16/19	William D. Dalsen	210	Correspondence with counsel to Special Claims Committee regarding discovery matters (0.20); Correspondence with opposing counsel regarding discovery matters (0.40); Review correspondence from S. Weise regarding discovery matters (0.30); Call with J. Levitan regarding discovery matters (0.20); Correspondence with counsel to Retiree Committee regarding discovery matters (0.20); Draft correspondence with opposing counsel regarding meet/confer on discovery matters (1.90); Call with counsel to Retiree Committee regarding discovery matters (0.10); Correspondence with team regarding response to opposing counsel discovery correspondence (1.30) Review draft discovery correspondence regarding ERS discovery issues (1.40); Correspondence with counsel to AAFAF regarding discovery letters (0.50); Call with C. Mazurek regarding joint motion to modify ERS scheduling order to include disposition of administrative expense claims (0.20); Correspondence with counsel to AAFAF regarding deposition notices (0.40).	7.10	\$5,601.90
12/16/19	Carl Mazurek	210	Review third-party document productions.	3.50	\$2,761.50

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Date	Timekeeper	Task	Description	Hours	Amount
12/16/19	Jeffrey W. Levitan	210	E-mail J. Esses regarding claims objections (0.10); Review internal e-mails regarding discovery (0.20); Call with J. Esses regarding claims objections (0.20); Conference W. Dalsen regarding discovery (0.20); Review, note comments on Altair Commonwealth claim objection (0.40); Review and note comments to Puerto Rico fund Commonwealth claim objection (0.40); Revise fiscal agent claim objection (0.90).	2.40	\$1,893.60
12/16/19	Margaret A. Dale	210	Prepare for meeting with ERS and Baker Tilly (1.70); Review engagement letter for Baker Tilly and e-mails with R. Kim regarding same (0.50).	2.20	\$1,735.80
12/16/19	Jeffrey W. Levitan	210	Analyze memorandum regarding takings, compare to supplemental objection, analysis of resolution(1.30); E-mail W. Dalsen regarding discovery (0.20); Review agenda for meeting with experts (0.10).	1.60	\$1,262.40
12/17/19	Jeffrey W. Levitan	210	Review bank account analysis related e-mails (0.10); Conference B. Rosen regarding takings (0.20); Participate in portion of call with ERS, experts, and M. Dale regarding tracing analysis (3.70); Analysis of bond resolution, revised objection (0.60).	4.60	\$3,629.40
12/17/19	Margaret A. Dale	210	Attend kick-off meeting with ERS, experts, M. Pocha and J. Esses regarding tracing project (5.00).	5.00	\$3,945.00
12/17/19	Mee R. Kim	210	Participate in part of teleconference regarding ERS system history overview with M. Dale, J. Esses, O'Melveny attorneys, and ERS representatives.	3.80	\$2,998.20
12/17/19	Joshua A. Esses	210	Meeting with ERS, experts, and M. Dale on tracing analysis.	5.00	\$3,945.00
12/17/19	Laura Stafford	210	Call with W. Dalsen regarding ERS discovery (0.20).	0.20	\$157.80

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Date	Timekeeper	Task	Description	Hours	Amount
12/17/19	William D. Dalsen	210	Review draft letter to ERS bondholders regarding discovery disputes (0.40); Call with C. Mazurek regarding joint motion regarding administrative claim motions (0.20); Call with M. Dale regarding joint motion regarding administrative claim motions (0.10); Review correspondence from J. Roche regarding ERS discovery matters (0.30); Analyze potential search terms for document productions in response to bondholders' discovery requests (0.80); Call with J. Roche regarding ERS discovery matters (0.30); Correspondence with committees and government parties regarding discovery matters (0.20).	2.30	\$1,814.70
12/17/19	Brian S. Rosen	210	Participate in portion of call with ERS, experts, and M. Dale regarding ERS litigation and expert issues.	2.30	\$1,814.70
12/17/19	Paul M. Hamburger	210	Review files for ERS background documents to support experts in tracing analysis for M. Dale.	0.40	\$315.60
12/17/19	Mee R. Kim	210	E-mails with M. Dale regarding ERS litigation strategy session (0.40); E-mails with Board advisors regarding same (0.10); E-mails with P. Hamburger and M. Dale regarding ERS system (0.20); Review information regarding same (0.50).	1.20	\$946.80
12/18/19	William D. Dalsen	210	Correspondence with team regarding discovery matters (0.20); Call with M. Dale regarding ERS discovery issues (0.30).	0.50	\$394.50
12/18/19	Jeffrey W. Levitan	210	Conference J. Esses regarding claims objections (1.10); Review internal e-mails regarding discovery (0.10); E-mail M. Dale regarding discovery (0.10).	1.30	\$1,025.70
12/18/19	Margaret A. Dale	210	Call with W. Dalsen regarding discovery update (0.30).	0.30	\$236.70

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Date	Timekeeper	Task	Description	Hours	Amount
12/19/19	William D. Dalsen	210	Correspondence with counsel to AAFAF regarding discovery matters (0.10); Call with C. Mazurek regarding discovery matters (0.60); Prepare for call with counsel to AAFAF regarding discovery matters (0.20); Call with counsel to AAFAF regarding discovery matters (0.50); Call with M. Dale regarding discovery issues (0.30); Correspondence with M. Dale regarding discovery matters (0.50); Call with counsel to Special Claims Committee regarding discovery matters (0.30); Correspondence with team regarding joint motion to vacate and modify scheduling order regarding administrative claims motions (1.00); Correspondence with counsel to committees and AAFAF regarding joint motion to modify scheduling order regarding administrative claims motions (0.40).	3.90	\$3,077.10
12/19/19	Margaret A. Dale	210	Call with W. Dalsen regarding discovery issues and protective order (0.30).	0.30	\$236.70
12/19/19	Jeffrey W. Levitan	210	Review internal e-mails regarding discovery and conference J. Esses regarding claim objections.	0.20	\$157.80
12/19/19	Mee R. Kim	210	E-mails with M. Dale regarding litigation strategy (0.30); Revise memorandum regarding same (1.00); E-mails with M. Dale and J. El Koury regarding same (0.30).	1.60	\$1,262.40
12/20/19	Mee R. Kim	210	E-mails with M. Dale and Board advisors regarding litigation strategy (0.20); Discussion with M. Dale regarding strategy documents (0.50).	0.70	\$552.30

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Date	Timekeeper	Task	Description	Hours	Amount
12/20/19	William D. Dalsen	210	Correspondence with team regarding ERS discovery matters (0.80); Correspondence with counsel to AAFAF regarding discovery matters (0.20); Call with counsel to Retiree Committee regarding discovery matters (0.10); Draft Rule 30(b)(6) notice of deposition to ERS bondholders (0.80); Call with J. Roche regarding discovery matters (0.20); Call with J. Esses regarding objections to claims (0.10); Correspondence with committees and government parties regarding proposed protective order (0.40); Correspondence with committees and government parties regarding deposition matters (0.40); Correspondence with M. Dale regarding overall case status and update (0.40); Correspondence with J. Roche regarding ERS interrogatory responses (0.30); Correspondence with opposing counsel regarding discovery matters (0.40).	4.10	\$3,234.90
12/20/19	Jennifer L. Roche	210	Conference with W. Dalsen regarding discovery issues (0.20); E-mails with W. Dalsen regarding discovery issues (0.50); Analysis regarding position on bondholder interrogatories to ERS (0.50); E-mails with M. Pocha and W. Dalsen regarding ERS position on bondholder interrogatories (0.20); E-mails with Committee counsel regarding protective order (0.10).	1.50	\$1,183.50
12/20/19	Margaret A. Dale	210	Call with R. Kim regarding expert issues (0.50); Review e-mails between counsel for AAFAF, Board, UCC and Retirees regarding discovery issues (0.30); E-mails regarding stipulation to reset deadlines for administrative expense claim motions (0.30).	1.10	\$867.90
12/20/19	Carl Mazurek	210	Review third-party document productions, and contemporaneously draft summary of documents produced by third parties.	3.60	\$2,840.40
12/21/19	William D. Dalsen	210	Correspondence with J. Roche regarding discovery matters (0.10); Correspondence with opposing counsel regarding discovery matters (0.10).	0.20	\$157.80
12/21/19	Carl Mazurek	210	Review third-party document productions and draft summary of documents.	3.50	\$2,761.50
12/21/19	Margaret A. Dale	210	E-mails with J. Roche and W. Dalsen regarding M. Papez e-mail and response regarding discovery issues (0.40).	0.40	\$315.60



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Date	Timekeeper	Task	Description	Hours	Amount
12/22/19	Carl Mazurek	210	Review third-party document productions and draft summary of documents.	0.40	\$315.60
12/22/19	Mee R. Kim	210	E-mails with M. Dale, W. Dalsen and J. Roche regarding litigation status.	0.20	\$157.80
12/23/19	Mee R. Kim	210	E-mails with litigation counsel regarding supplemental informative motion regarding participation.	0.20	\$157.80
12/23/19	Carl Mazurek	210	Draft summary of bondholders' discovery undertakings.	0.90	\$710.10
12/23/19	William D. Dalsen	210	Correspondence with counsel to AAFAF regarding discovery matters (0.30); Review draft letter to ERS bondholders regarding discovery matters (1.30); Correspondence with M. Dale and J. Roche regarding discovery matters (0.50).	2.10	\$1,656.90
12/23/19	Jeffrey W. Levitan	210	E-mail J. Esses regarding revisions to objections (0.20).	0.20	\$157.80
12/26/19	Jeffrey W. Levitan	210	Review issues relating to discovery confidentiality stipulations, review revised scheduling motions and cover, and e-mail W. Dalsen regarding same.	0.50	\$394.50
12/26/19	Margaret A. Dale	210	E-mails with parties regarding motion to modify administrative claims schedule (0.20); Review supplemental informative motion regarding notices of participation (0.10).	0.30	\$236.70
12/26/19	William D. Dalsen	210	Correspondence with team regarding bondholders' request for protective order and proposed edits to protective order (0.60); Correspondence with C. Mazurek regarding responses to meet/confer and next steps (0.10); Correspondence with team regarding proposed edits to motion to vacate ERS procedures order as to administrative expense motion (0.40); Correspondence with counsel to committees and government parties regarding joint motion to vacate administrative expense motion (0.40); Correspondence with team regarding draft updated informative motion regarding claims objections (0.30).	1.80	\$1,420.20
12/26/19	Carl Mazurek	210	Review and analyze bondholders' and fiscal agent's e-mails regarding discovery undertakings.	0.90	\$710.10

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Date	Timekeeper	Task	Description	Hours	Amount
12/26/19	Jennifer L. Roche	210	Analysis regarding proposed protective order and bondholder claims regarding same (0.30); E-mails with W. Dalsen, M. Dale, and J. Levitan, and Committee counsel regarding joint motion regarding administrative expense claim schedule (0.30); Review supplemental informative motion regarding notice of participation (0.20).	0.80	\$631.20
12/26/19	Mee R. Kim	210	E-mails with litigation counsel regarding supplemental informative motion regarding participation.	0.20	\$157.80
12/27/19	Jennifer L. Roche	210	E-mails with W. Dalsen and Committee counsel regarding protective order (0.20); E-mail with bondholder counsel regarding protective order (0.10); E-mail with bondholder counsel regarding open discovery issues (0.10); Review and analysis of key documents from Mesirow production (0.50).	0.90	\$710.10
12/27/19	Jeffrey W. Levitan	210	Conference J. Esses regarding claims objections (0.60); Review note comments on supplemental Commonwealth objection to fiscal agent claim (0.70); Edit objections to claims against ERS (0.60); Edit objections to bond holder claims against commonwealth (0.40) Conference B. Rosen regarding claims objections (0.10); Review e-mails regarding discovery (0.20).	2.60	\$2,051.40
12/27/19	William D. Dalsen	210	Correspondence with committees and government parties regarding draft joint motion to vacate administrative expense schedule (0.10); Correspondence with e-Discovery regarding loading of productions received this week (0.50); Correspondence with committees and government parties concerning proposed protective order (0.50); Correspondence with opposing counsel regarding draft protective order (0.30); Correspondence with opposing counsel regarding draft motion to vacate administrative expense schedule (0.30).	1.70	\$1,341.30
12/27/19	Margaret A. Dale	210	E-mails with W. Dalsen, AAFAF, UCC and Retirees regarding draft protective order provisions (0.20); E-mails with W. Dalsen regarding motion to reschedule administrative expense claims motions (0.10).	0.30	\$236.70

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Date	Timekeeper	Task	Description	Hours	Amount
12/28/19	William D. Dalsen	210	Correspondence with C. Mazurek regarding potential motions to compel (0.30); Call with C. Mazurek regarding potential motions to compel (0.20); Analysis of motion to compel issues relating to lien scope and ultra vires litigations (0.30); Correspondence with M. Dale and J. Roche regarding potential motions to compel (0.30).	1.10	\$867.90
12/30/19	Laura Stafford	210	Call with J. Esses regarding ERS claims objections (0.10).	0.10	\$78.90
12/30/19	Jennifer L. Roche	210	Analysis of open discovery issues and bondholder letter regarding same (0.50); E-mails with M. Dale and W. Dalsen regarding discovery strategy (0.30); E-mails with W. Dalsen and Committee counsel regarding protective order (0.20); Review draft letter to bondholders on Board discovery issues (0.10); Conference with W. Dalsen and M. Pocha regarding ERS discovery responses and document production (0.40).	1.50	\$1,183.50
12/30/19	William D. Dalsen	210	Correspondence with M. Dale regarding potential motions to compel (0.40); Correspondence with local counsel regarding filing of motion to vacate administrative expense briefing schedule (0.10); Correspondence with M. Dale regarding overall status of ERS ultra vires and lien scope litigation (0.40); Draft discovery correspondence regarding responses to subpoena to Board (2.20); Call with counsel to AAFAF regarding discovery matters (0.40); Correspondence with C. Mazurek regarding bondholder and fiscal agent supplemental responses to interrogatories and requests for admission (0.10).	3.60	\$2,840.40
12/30/19	Mee R. Kim	210	E-mails with M. Dale, W. Dalsen, J. Esses and Board advisors regarding litigation strategy (0.10); E-mails with M. Dale and litigation team regarding same (0.20).	0.30	\$236.70
12/30/19	Chantel L. Febus	210	Review draft Baker Tilly engagement letter.	0.30	\$236.70
12/31/19	Mee R. Kim	210	E-mails with M. Dale and litigation team regarding litigation strategy (0.30); E-mails with M. Dale regarding same (0.20).	0.50	\$394.50

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Date	Timekeeper	Task	Description	Hours	Amount
12/31/19	Jennifer L. Roche	210	Conferences and e-mails with W. Dalsen regarding open discovery issues (0.40); Conference with bondholder counsel regarding the Board's responses to the subpoena (0.40); Analysis regarding search terms on ultra vires issues and potentially responsive documents (1.30); E-mail W. Dalsen regarding analysis of search terms (0.10); Analysis regarding supplemental responses to RFAs and potential motion to compel issues (1.50); E-mails with W. Dalsen regarding same (0.20).	3.90	\$3,077.10
12/31/19	Laura Stafford	210	E-mails to J. Esses, J. Herriman, K. Harmon, and M. Zeiss regarding ERS claim objections (0.80).	0.80	\$631.20
12/31/19	Margaret A. Dale	210	E-mails with W. Dalsen regarding bondholders' response regarding discovery issues (0.30); Teleconferences with S. Seabury regarding expert retention (0.30); E-mails with Proskauer team regarding expert issue (0.20); E-mails with AAFAP regarding expert issues (0.20); E-mail M. Sarro regarding expert retention (0.10).	1.10	\$867.90
12/31/19	Jeffrey W. Levitan	210	Review e-mails regarding discovery (0.20); E-mail M. Dale regarding experts (0.20); Teleconference W. Dalsen regarding procedures (0.20).	0.60	\$473.40
12/31/19	William D. Dalsen	210	Correspondence with opposing counsel regarding discovery matters (0.60); Correspondence with team regarding discovery matters (0.80); Prepare for meet/confer on discovery matters (0.60); Meet/confer with opposing counsel regarding discovery matters (0.40); Call with J. Roche regarding proposed resolution of discovery disputes (0.30); Correspondence with counsel to committees/government parties regarding next meet confer and protective order (0.20); Analysis of bondholder and fiscal agent supplemental responses to requests for admission (1.30); Analysis of bondholder and fiscal agent supplemental responses to interrogatories (0.90); Confer with L. Levitan regarding discovery procedures (0.20).	5.30	\$4,181.70
<b>Analysis and Strategy</b>				<b>240.20</b>	<b>\$189,118.80</b>

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**Non-Working Travel Time -- 211**

Date	Timekeeper	Task	Description	Hours	Amount
12/16/19	Margaret A. Dale	211	Travel to San Juan from New York for ERS meetings (Total travel time is 6.00).	3.00	\$2,367.00
12/16/19	Joshua A. Esses	211	Travel from New York to San Juan from home for meeting on tracing analysis (Total travel time is 7.90).	3.90	\$3,077.10
12/17/19	Joshua A. Esses	211	Travel from San Juan to New York following meeting on tracing analysis (Total travel time is 7.80).	3.90	\$3,077.10
12/17/19	Margaret A. Dale	211	Travel to New York from San Juan for ERS meetings (Total travel time is 6.00).	3.00	\$2,367.00
<b>Non-Working Travel Time</b>				<b>13.80</b>	<b>\$10,888.20</b>

**General Administration -- 212**

Date	Timekeeper	Task	Description	Hours	Amount
12/02/19	Shealeen E. Schaefer	212	Conference call with E. Carino regarding discovery matters including updates to discovery materials.	0.20	\$54.00
12/02/19	Shealeen E. Schaefer	212	Review and index ERS data received from O'Melveny.	2.30	\$621.00
12/04/19	Olaide M. Adejobi	212	Update and reorganize materials related to ERS discovery requests.	4.40	\$1,188.00
12/05/19	Shealeen E. Schaefer	212	Review ERS data received from O'Melveny.	1.30	\$351.00
12/05/19	Olaide M. Adejobi	212	Compile materials related to the UCC motion for the appointment of a trustee briefing in preparation for upcoming omnibus hearing.	1.20	\$324.00
12/05/19	Olaide M. Adejobi	212	Correspond with J. Roche and W. Dalsen and organize ERS additional discovery documents (0.30); Finalize and quality-control M. Dale ERS discovery materials (2.10).	2.40	\$648.00
12/07/19	Eric R. Chernus	212	Send received production to vendor with loading instructions (0.40); Discuss options with case team based on document format and send updated instructions to vendor (0.50); Quality-check passwords and inventory documents for discussion with case team (0.20).	1.10	\$297.00
12/09/19	Eric R. Chernus	212	Discuss newly loaded documents with case team and identifying sender and recipient (0.60); Share newly loaded documents with case teams and how to identify each set based on folder and prefix (0.50).	1.10	\$297.00

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Date	Timekeeper	Task	Description	Hours	Amount
12/11/19	Christopher M. Tarrant	212	Research regarding ERS bondholder proofs of claims.	1.10	\$297.00
12/14/19	Olaide M. Adejobi	212	Draft charts keeping track of lien scope and ultra vires discovery requests and responses per W. Dalsen.	1.30	\$351.00
12/15/19	Yvonne O. Ike	212	E-mails with L. Stafford regarding document search request.	0.20	\$78.00
12/17/19	Olaide M. Adejobi	212	Organize ERS discovery responses per W. Dalsen.	0.30	\$81.00
12/18/19	Olaide M. Adejobi	212	Calendar and track ERS depositions per W. Dalsen.	1.60	\$432.00
12/27/19	Olaide M. Adejobi	212	Draft ERS production tracker per W. Dalsen.	1.10	\$297.00
<b>General Administration</b>				<b>19.60</b>	<b>\$5,316.00</b>

**Plan of Adjustment and Disclosure Statement -- 215**

Date	Timekeeper	Task	Description	Hours	Amount
12/03/19	Brian S. Rosen	215	Conference with M. Dale regarding Ernst Young call (0.10); Conference call with Ernst Young team regarding expert retention (0.30).	0.40	\$315.60
<b>Plan of Adjustment and Disclosure Statement</b>				<b>0.40</b>	<b>\$315.60</b>

**Employment and Fee Applications -- 218**

Date	Timekeeper	Task	Description	Hours	Amount
12/11/19	Philip Omorogbe	218	Review Proskauer seventh interim fee application (0.90); Review ERS notice of filing of fee application (0.10).	1.00	\$789.00
12/13/19	Natasha Petrov	218	Revisions to Proskauer seventh interim fee application (0.60); Continue drafting Proskauer eighth interim fee application (0.40).	1.00	\$270.00
12/16/19	Natasha Petrov	218	Revisions to Proskauer seventh interim fee application.	0.40	\$108.00
12/17/19	Natasha Petrov	218	Revisions to Proskauer seventh interim fee application and exhibits per P. Omorogbe and E. Stevens.	0.60	\$162.00
12/18/19	Natasha Petrov	218	Revisions to Proskauer seventh interim fee application per P. Omorogbe and E. Stevens.	1.10	\$297.00
12/18/19	Philip Omorogbe	218	Review and revise Proskauer's seventh Interim fee application.	1.60	\$1,262.40
12/19/19	Natasha Petrov	218	Revisions to Proskauer seventh interim fee application and exhibits per P. Omorogbe.	0.40	\$108.00

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Date	Timekeeper	Task	Description	Hours	Amount
12/20/19	Natasha Petrov	218	Finalize for filing Proskauer seventh interim fee application and exhibits per P. Omorogbe (0.60); Review October monthly statement for certain entries and begin redacting same for eighth interim fee application (0.40).	1.00	\$270.00
12/24/19	Natasha Petrov	218	Review October monthly statement for certain entries and redact same for eighth interim fee application.	0.60	\$162.00
12/26/19	Natasha Petrov	218	Review Proskauer November monthly statement (0.20); Calculations for Proskauer eighth interim fee application regarding same (0.60); Continue drafting Proskauer eighth interim fee application (1.60).	2.40	\$648.00
12/30/19	Natasha Petrov	218	Review November monthly statement for certain entries and redact same for eighth interim fee application.	0.40	\$108.00
<b>Employment and Fee Applications</b>				<b>10.50</b>	<b>\$4,184.40</b>

#### Appeal -- 219

Date	Timekeeper	Task	Description	Hours	Amount
12/16/19	Jeffrey W. Levitan	219	Review comments to Baker Tilly engagement letter.	0.40	\$315.60
<b>Appeal</b>				<b>0.40</b>	<b>\$315.60</b>

**Total for Professional Services**

**\$303,398.70**

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
BRIAN S. ROSEN	PARTNER	8.50	789.00	\$6,706.50
CHANTEL L. FEBUS	PARTNER	0.40	789.00	\$315.60
JEFFREY W. LEVITAN	PARTNER	36.90	789.00	\$29,114.10
MAJA ZERJAL	PARTNER	3.20	789.00	\$2,524.80
MARGARET A. DALE	PARTNER	38.40	789.00	\$30,297.60
MICHAEL A. FIRESTEIN	PARTNER	0.50	789.00	\$394.50
MICHAEL R. HACKETT	PARTNER	0.80	789.00	\$631.20
PAUL M. HAMBURGER	PARTNER	0.40	789.00	\$315.60
RALPH C. FERRARA	PARTNER	1.50	789.00	\$1,183.50
STEVEN O. WEISE	PARTNER	6.80	789.00	\$5,365.20
<b>Total for PARTNER</b>		<b>97.40</b>		<b>\$76,848.60</b>
JENNIFER L. ROCHE	SENIOR COUNSEL	44.00	789.00	\$34,716.00
<b>Total for SENIOR COUNSEL</b>		<b>44.00</b>		<b>\$34,716.00</b>
ALYSE FIORI STACH	ASSOCIATE	1.00	789.00	\$789.00
CARL MAZUREK	ASSOCIATE	43.50	789.00	\$34,321.50
ELISA CARINO	ASSOCIATE	2.60	789.00	\$2,051.40
JOSHUA A. ESSES	ASSOCIATE	57.90	789.00	\$45,683.10
LAURA STAFFORD	ASSOCIATE	2.30	789.00	\$1,814.70
MATTHEW A. SKRZYNSKI	ASSOCIATE	7.40	789.00	\$5,838.60
MEE R. KIM	ASSOCIATE	25.20	789.00	\$19,882.80
PHILIP OMOROGBE	ASSOCIATE	2.60	789.00	\$2,051.40
WILLIAM D. DALSEN	ASSOCIATE	89.40	789.00	\$70,536.60
<b>Total for ASSOCIATE</b>		<b>231.90</b>		<b>\$182,969.10</b>
YVONNE O. IKE	E-DISCOVERY ATTORNEY	1.20	390.00	\$468.00
<b>Total for E-DISCOVERY ATTORNEY</b>		<b>1.20</b>		<b>\$468.00</b>
CHRISTOPHER M. TARRANT	LEGAL ASSISTANT	1.10	270.00	\$297.00
NATASHA PETROV	LEGAL ASSISTANT	7.90	270.00	\$2,133.00
OLAIDE M. ADEJOBI	LEGAL ASSISTANT	16.10	270.00	\$4,347.00
SHEALEEN E. SCHAEFER	LEGAL ASSISTANT	3.80	270.00	\$1,026.00
<b>Total for LEGAL ASSISTANT</b>		<b>28.90</b>		<b>\$7,803.00</b>
ERIC R. CERNUS	PRAC. SUPPORT	2.20	270.00	\$594.00
<b>Total for PRAC. SUPPORT</b>		<b>2.20</b>		<b>\$594.00</b>
<b>Total</b>		<b>405.60</b>		<b>\$303,398.70</b>

**For Charges and Disbursements**

<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
12/02/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$16.50
12/02/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$5.30
12/02/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.10
12/02/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.30
12/02/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$0.90



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Date	Timekeeper	Type	Description	Amount
12/02/2019	Robin D. Carter	REPRODUCTION	REPRODUCTION	\$2.20
12/02/2019	Robin D. Carter	REPRODUCTION	REPRODUCTION	\$3.30
12/02/2019	Robin D. Carter	REPRODUCTION	REPRODUCTION	\$1.30
12/02/2019	Robin D. Carter	REPRODUCTION	REPRODUCTION	\$2.00
12/02/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$5.70
12/02/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$0.10
12/02/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$0.90
12/02/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.70
12/02/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.70
12/02/2019	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.50
12/03/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.10
12/03/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$5.40
12/03/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.20
12/03/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.70
12/03/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.50
12/03/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/03/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.60
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.40
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.40
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.20
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.50
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.60
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.10
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.00
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.00
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.80
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.60
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.50
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.80
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.40
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.50
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.60
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.50
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.50
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.10
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.00
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.50
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.80
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.00
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.80
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.80
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.70
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.70

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Date	Timekeeper	Type	Description	Amount
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.60
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.60
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$4.40
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$4.40
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$4.00
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.60
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.90
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.20
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.50
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.40
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$2.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.10
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.70
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$3.40
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.60
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.50
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.30
12/04/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.70
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20

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Date	Timekeeper	Type	Description	Amount
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$1.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.20
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Olaide M. Adejobi	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Hena Vora	REPRODUCTION	REPRODUCTION	\$0.60
12/05/2019	Hena Vora	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Hena Vora	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Hena Vora	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Hena Vora	REPRODUCTION	REPRODUCTION	\$0.10
12/05/2019	Hena Vora	REPRODUCTION	REPRODUCTION	\$0.40
12/06/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.80
12/09/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.50
12/12/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.10
12/13/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.10
12/13/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.20
12/13/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.10
12/13/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.20
12/13/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$6.30
12/13/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$6.30
12/13/2019	Natasha Petrov	REPRODUCTION	REPRODUCTION	\$0.20
12/13/2019	Natasha Petrov	REPRODUCTION	REPRODUCTION	\$6.30
12/16/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.30
12/18/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.30
12/18/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.30

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Date	Timekeeper	Type	Description	Amount
12/19/2019	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$0.50
12/19/2019	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$0.80
12/19/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.90
12/19/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.10
12/19/2019	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$0.20
12/19/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.20
12/19/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.50
12/20/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.20
12/20/2019	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.00
<b>Total for REPRODUCTION</b>				<b>\$242.00</b>

Date	Timekeeper	Type	Description	Amount
12/09/2019	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 13 Lines Printed	\$245.00
12/15/2019	Joshua A. Esses	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 8 Lines Printed	\$286.00
12/22/2019	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 5 Lines Printed	\$429.00
12/26/2019	Joshua A. Esses	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 42 Lines Printed	\$1,430.00
12/27/2019	Joshua A. Esses	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 9 Lines Printed	\$1,001.00
<b>Total for WESTLAW</b>				<b>\$3,391.00</b>

Date	Timekeeper	Type	Description	Amount
12/16/2019	Margaret A. Dale	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi r:9121320653 From:11 TIMES SQ To:JFK Passenger:DALE MARGARET A. Ride date and time: 12/16/19 12:15	\$93.24
12/17/2019	Margaret A. Dale	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi	\$75.00
12/17/2019	Joshua A. Esses	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Taxi/Car Service - Joshua Esses Taxi from local counsel's office for a meeting re ERS	\$7.65
12/17/2019	Joshua A. Esses	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Invoice: 5767809;Voucher: 426950 JFK AIRPORT To 90 FAIRFIELD Passenger: 0000446,Esses Joshua A Ride date and time: 2019-12- 17T20:40:00	\$100.00
<b>Total for OUT OF TOWN TRANSPORTATION</b>				<b>\$275.89</b>

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Date	Timekeeper	Type	Description	Amount
12/16/2019	Joshua A. Esses	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Lunch - Joshua Esses Lunch at JFK airport Joshua Esses	\$20.99
<b>Total for OUT OF TOWN MEALS</b>				<b>\$20.99</b>

Date	Timekeeper	Type	Description	Amount
12/13/2019	Joshua A. Esses	AIRPLANE	AIRPLANE Airfare - Joshua Esses Round trip airfare to Puerto Rico for meetings. Return flight was cancelled, however because of the \$200.00 cancellation fee was no refunded about.	\$490.80
12/13/2019	Joshua A. Esses	AIRPLANE	AIRPLANE Airfare Service Fee - Joshua Esses Round trip airfare to Puerto Rico for meetings. Return flight was cancelled, however because of the \$200.00 cancellation fee was no refunded about .	\$35.00
12/17/2019	Joshua A. Esses	AIRPLANE	AIRPLANE Airfare - Joshua Esses Purchased a later return flight from San Juan to JFK.	\$214.90
<b>Total for AIRPLANE</b>				<b>\$740.70</b>

Date	Timekeeper	Type	Description	Amount
12/16/2019	Joshua A. Esses	LODGING	LODGING Hotel - Lodging - Joshua Esses One night stay in San Juan for meetings.	\$299.94
<b>Total for LODGING</b>				<b>\$299.94</b>

**Charges and Disbursements Summary**

Type of Disbursements	Amount
REPRODUCTION	242.00
WESTLAW	3,391.00
OUT OF TOWN TRANSPORTATION	275.89
OUT OF TOWN MEALS	20.99
AIRPLANE	740.70
LODGING	299.94
<b>Total Expenses</b>	<b>\$4,970.52</b>
<b>Total Amount for this Matter</b>	<b>\$308,369.22</b>

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Summary of Time Billed by Task		Hours	Value
211	Non-Working Travel Time	8.60	\$6,785.40
212	General Administration	0.70	\$189.00
219	Appeal	114.80	\$90,577.20
Total		124.10	\$97,551.60



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**Non-Working Travel Time -- 211**

Date	Timekeeper	Task	Description	Hours	Amount
12/03/19	Martin J. Bienenstock	211	Travel from New York to Boston with snow delay for First Circuit section 552 oral argument (Total travel time is 5.50).	2.70	\$2,130.30
12/03/19	Joshua A. Esses	211	Travel from New York to Boston for section 552 appeal (Total travel time is 4.20).	2.10	\$1,656.90
12/04/19	Joshua A. Esses	211	Travel from Boston to New York from section 552 appeal hearing (Total travel time is 4.20).	2.10	\$1,656.90
12/04/19	Martin J. Bienenstock	211	Travel from Boston to New York after First Circuit 552 argument (Total travel time is 3.50).	1.70	\$1,341.30
<b>Non-Working Travel Time</b>				<b>8.60</b>	<b>\$6,785.40</b>

**General Administration -- 212**

Date	Timekeeper	Task	Description	Hours	Amount
12/06/19	Laurie A. Henderson	212	Electronic filing with the First Circuit Court of Appeals of letter in response to Federal Rule of Appellate Procedure 28(j) filing in 19-1699 and 19-1700.	0.30	\$81.00
12/16/19	Angelo Monforte	212	Review appeals docket and circulate appellee's brief and underlying briefing regarding same per M. Skrzynski.	0.40	\$108.00
<b>General Administration</b>				<b>0.70</b>	<b>\$189.00</b>

**Appeal -- 219**

Date	Timekeeper	Task	Description	Hours	Amount
12/01/19	Martin J. Bienenstock	219	Prepare for First Circuit appeal regarding 552 and 902 issues, including drafting outlines of key points for issues briefed.	9.50	\$7,495.50
12/02/19	John E. Roberts	219	Research and analyze issues pertaining to potential arguments at oral argument (1.10); Analyze appellants' responsive brief (0.50).	1.60	\$1,262.40
12/02/19	Jeffrey W. Levitan	219	E-mails with M. Bienenstock and J. Esses regarding argument (0.20); Analyze M. Bienenstock list issues for argument (0.20); Review S. Weise, J. Esses e-mails regarding argument (0.20); Review bondholders' supplemental brief (0.60).	1.20	\$946.80

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Date	Timekeeper	Task	Description	Hours	Amount
12/02/19	Martin J. Bienenstock	219	Revise outlines of key points for each appellate issue (7.80); Review bondholders' sur-reply and analyze District Court unreported reversal of HRC opinion (3.80).	11.60	\$9,152.40
12/02/19	Steven O. Weise	219	Prepare for oral argument on § 552 issues.	6.70	\$5,286.30
12/02/19	Joshua A. Esses	219	Respond to questions from M. Bienenstock in preparation for section 552 appeal.	2.30	\$1,814.70
12/03/19	Joshua A. Esses	219	Meet with M. Bienenstock to prepare for section 552 appeal.	4.20	\$3,313.80
12/03/19	Steven O. Weise	219	Prepare for oral argument on § 552 issues.	8.30	\$6,548.70
12/03/19	John E. Roberts	219	Analyze issues relevant to upcoming oral argument at First Circuit (1.50); Call with M. Hackett to discuss upcoming oral argument (0.30).	1.80	\$1,420.20
12/03/19	Martin J. Bienenstock	219	Final preparation for oral argument of First Circuit section 552 appeal, review of briefs, main authorities, statutes, and completed outlines of key points for each issue (8.30); Meeting with J. Esses regarding same (4.20); E-mails with S. Weise, J. Levitan and J. Esses regarding UCC issues (2.30).	14.80	\$11,677.20
12/03/19	Jeffrey W. Levitan	219	Review M. Bienenstock oral argument issues, S. Weise analysis (0.50); Review statutes in connection with same (0.40); Teleconference and e-mail J. Esses regarding reply (0.50); Analyze bondholders' sur-reply (1.30); E-mails to M. Bienenstock regarding argument (0.80); Review S. Weise analysis of response (0.40).	3.90	\$3,077.10
12/04/19	William D. Dalsen	219	Attend oral argument on Section 552 appeal (3.90).	3.90	\$3,077.10
12/04/19	John E. Roberts	219	Attend oral argument in ERS 552 appeal.	3.90	\$3,077.10
12/04/19	Lary Alan Rappaport	219	E-mails with J. Roberts and M. Firestein regarding First Circuit oral argument, analysis (0.20).	0.20	\$157.80
12/04/19	Steven O. Weise	219	Prepare for oral argument (0.90); Call with J. Levitan regarding same (0.20); Attend oral argument on § 552 issues (3.90); Review additional fillings by bondholders (2.60).	7.60	\$5,996.40
12/04/19	Martin J. Bienenstock	219	Final review of outlines for oral argument and reread Schlichtmann v. Cadle (0.80); Attend and participate in oral argument of appeal (3.90).	4.70	\$3,708.30
12/04/19	Joshua A. Esses	219	Prepare for oral argument (0.50); Attend section 552 appeal argument (3.90).	4.40	\$3,471.60



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Date	Timekeeper	Task	Description	Hours	Amount
12/04/19	Michael R. Hackett	219	Review all appellate briefs (1.20); Attend appellate argument (1.50); Correspondence with legal team regarding appellate argument (0.20).	2.90	\$2,288.10
12/04/19	Jeffrey W. Levitan	219	Call with S. Weise regarding argument (0.20); Review M. Bienenstock e-mail regarding argument and, review supplemental authority (0.20).	0.40	\$315.60
12/05/19	Steven O. Weise	219	Review law and review and revise 28(j) letter (4.20); Conference with J. Roberts and team regarding same (0.40).	4.60	\$3,629.40
12/05/19	Joshua A. Esses	219	Draft Rule 28(j) letter (4.90); Call with J. Roberts and team on letter (0.40).	5.30	\$4,181.70
12/05/19	William D. Dalsen	219	Review audio transcript of First Circuit argument (0.30); Correspondence with team regarding response to Rule 28(j) letter (0.30); Review revised draft response to Rule 28(j) letter (0.20); Call with J. Roberts and team regarding response to Rule 28(j) letter (0.40).	1.20	\$946.80
12/05/19	Jeffrey W. Levitan	219	Listen to oral argument (0.80); Review draft 28(j) response, e-mail J. Esses (0.30); E-mail with J. Roberts regarding letter submission (0.20); Internal call with J. Roberts and team regarding 28 (j) letter (0.40).	1.70	\$1,341.30
12/05/19	John E. Roberts	219	Review audio of oral argument as it relates to 28(j) letter submitted by appellants (0.60); Call with S. Weise, J. Esses, W. Dalsen, and J. Levitan to discuss response to 28(j) letter (0.40); Draft e-mails to team concerning contents of responsive 28(j) letter (0.50); Revise responsive 28(j) letter (1.00).	2.50	\$1,972.50
12/06/19	Michael A. Firestein	219	[REDACTED: Work relating to court- ordered mediation] (0.20).	0.20	\$157.80
12/06/19	Martin J. Bienenstock	219	Research, draft, and edit response to appellants' post-argument letter regarding statutory remedy.	2.80	\$2,209.20
12/06/19	John E. Roberts	219	Revise and file Rule 28(j) letter in ERS appeal.	1.20	\$946.80
12/06/19	Steven O. Weise	219	Prepare 28(j) letter on section 552 issues.	1.40	\$1,104.60
<b>Appeal</b>				<b>114.80</b>	<b>\$90,577.20</b>
<b>Total for Professional Services</b>					<b>\$97,551.60</b>

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
JEFFREY W. LEVITAN	PARTNER	7.20	789.00	\$5,680.80
JOHN E. ROBERTS	PARTNER	11.00	789.00	\$8,679.00
LARY ALAN RAPPAPORT	PARTNER	0.20	789.00	\$157.80
MARTIN J. BIENENSTOCK	PARTNER	47.80	789.00	\$37,714.20
MICHAEL A. FIRESTEIN	PARTNER	0.20	789.00	\$157.80
MICHAEL R. HACKETT	PARTNER	2.90	789.00	\$2,288.10
STEVEN O. WEISE	PARTNER	28.60	789.00	\$22,565.40
<b>Total for PARTNER</b>		<b>97.90</b>		<b>\$77,243.10</b>
JOSHUA A. ESSES	ASSOCIATE	20.40	789.00	\$16,095.60
WILLIAM D. DALSEN	ASSOCIATE	5.10	789.00	\$4,023.90
<b>Total for ASSOCIATE</b>		<b>25.50</b>		<b>\$20,119.50</b>
ANGELO MONFORTE	LEGAL ASSISTANT	0.40	270.00	\$108.00
<b>Total for LEGAL ASSISTANT</b>		<b>0.40</b>		<b>\$108.00</b>
LAURIE A. HENDERSON	LIT. SUPPORT	0.30	270.00	\$81.00
<b>Total for LIT. SUPPORT</b>		<b>0.30</b>		<b>\$81.00</b>
<b>Total</b>		<b>124.10</b>		<b>\$97,551.60</b>

**For Charges and Disbursements**

<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
12/02/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.20
12/02/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.10
12/02/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.50
12/02/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.20
12/02/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.90
12/02/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$3.60
12/02/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.50
12/06/2019	Yolande A. Hill	REPRODUCTION	REPRODUCTION	\$0.10
12/10/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$1.00
12/10/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$2.00
12/11/2019	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.10
			<b>Total for REPRODUCTION</b>	<b>\$9.20</b>

<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
12/02/2019	John E. Roberts	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 17 Lines Printed	\$715.00
12/03/2019	John E. Roberts	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 3 Lines Printed	\$143.00
			<b>Total for WESTLAW</b>	<b>\$858.00</b>

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0045 ERS TITLE III - ALTAIR

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Date	Timekeeper	Type	Description	Amount
12/02/2019	John E. Roberts	FILING AND COURT COSTS	FILING AND COURT COSTS - - VENDOR: COUNSEL PRESS LLC COUNSEL PRESS- INVOICE # 0009106989 - FILE NO : 292788 - CASE NAME : ERS V. ANDALUSIAN GLOBAL DESIGNATED - SUR-REPLY BRIEF; PREPARATION OF BRIEF <b>Total for FILING AND COURT COSTS</b>	\$2,248.50        <b>\$2,248.50</b>

Date	Timekeeper	Type	Description	Amount
12/03/2019	Martin J. Bienenstock	TAXI, CARFARE, MILEAGE AND PARKING	TAXI, CARFARE, MILEAGE AND PARKING Taxi Taxi/Car Service - Martin Bienenstock Arrow from Home to LaGuardia Airport - Trip to Boston, MA for Meeting regarding FOM-ERS	\$43.10
12/04/2019	Martin J. Bienenstock	TAXI, CARFARE, MILEAGE AND PARKING	TAXI, CARFARE, MILEAGE AND PARKING Taxi Taxi/Car Service - Martin Bienenstock Arrow from LaGuardia Airport to Home - Trip to Boston, MA for Meeting regarding FOM-ERS <b>Total for TAXI, CARFARE, MILEAGE AND PA</b>	\$56.30       <b>\$99.40</b>

Date	Timekeeper	Type	Description	Amount
11/08/2019	Steven O. Weise	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Train/Rail - Steven Weise Train to NYC to attend preparation meeting for client on Moot of Oral Argument for Section 552 appeal with Joshua Esses et al.	\$152.00
11/08/2019	Steven O. Weise	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Train Service Fee - Steven Weise Train to NYC to attend preparation meeting for client on Moot of Oral Argument for Section 552 appeal with Joshua Esses et al.	\$35.00
12/02/2019	Joshua A. Esses	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Train/Rail - Joshua Esses Oral argument before the first circuit court of appeal on the section 552 issue.	\$327.00
12/02/2019	Joshua A. Esses	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Train Service Fee - Joshua Esses Oral argument before the first circuit court of appeal on the section 552 issue.	\$35.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0045 ERS TITLE III - ALTAIR

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Date	Timekeeper	Type	Description	Amount
12/03/2019	Martin J. Bienenstock	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Taxi/Car Service - Martin Bienenstock Cab from Logan Airport to Proskauer, Boston - Trip to Boston, MA for Meeting regarding FOM-ERS	\$20.00
12/03/2019	Martin J. Bienenstock	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Taxi/Car Service - Martin Bienenstock Arrow from Proskauer Boston to Hotel - Trip to Boston, MA for Meeting regarding FOM-ERS	\$6.96
12/03/2019	Steven O. Weise	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Taxi/Car Service - Steven Weise Airport pick up in Boston to attend oral argument at the First Circuit Court? ? 552 ruling in ERS	\$127.78
12/04/2019	Martin J. Bienenstock	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Taxi/Car Service - Martin Bienenstock Arrow from Hotel to Proskauer, Boston - Trip to Boston, MA for Meeting regarding FOM-ERS	\$7.44
12/04/2019	Martin J. Bienenstock	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Taxi/Car Service - Martin Bienenstock Arrow from Proskauer Boston to Logan Airport - Trip to Boston, MA for Meeting regarding FOM-ERS	\$20.82
12/04/2019	Steven O. Weise	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Taxi/Car Service - Steven Weise Airport drop off in Boston from attending oral argument at the First Circuit Court? ? 552 ruling in ERS	\$112.74
<b>Total for OUT OF TOWN TRANSPORTATION</b>				<b>\$844.74</b>

Date	Timekeeper	Type	Description	Amount
11/24/2019	Steven O. Weise	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Dinner - Steven Weise Dinner in NYC attending preparation meeting for client on Moot of Oral Argument for Section 552 appeal with Joshua Esses et al. Steven Weise	\$18.88
11/24/2019	Steven O. Weise	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Lunch - Steven Weise Lunch in NYC attending preparation meeting for client on Moot of Oral Argument for Section 552 appeal with Joshua Esses et al. Steven Weise	\$6.42

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0045 ERS TITLE III - ALTAIR

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Date	Timekeeper	Type	Description	Amount
12/03/2019	Steven O. Weise	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Dinner - Steven Weise Dinner at airport en route to Boston to attend oral argument at the First Circuit Court? ? 552 ruling in ERS Steven Weise	\$22.11
12/04/2019	Joshua A. Esses	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Meals Other - Joshua Esses Oral argument before the first circuit court of appeal on the section 552 issue. Joshua Esses	\$3.25
12/04/2019	Joshua A. Esses	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Lunch - Joshua Esses Oral argument before the first circuit court of appeal on the section 552 issue. Joshua Esses	\$14.09
12/04/2019	Joshua A. Esses	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Breakfast - Joshua Esses Oral argument before the first circuit court of appeal on the section 552 issue. Joshua Esses	\$5.97
12/04/2019	Steven O. Weise	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Dinner - Steven Weise Dinner at airport en route to Boston to attend oral argument at the First Circuit Court? ? 552 ruling in ERS Steven Weise	\$31.22
<b>Total for OUT OF TOWN MEALS</b>				<b>\$101.94</b>

Date	Timekeeper	Type	Description	Amount
11/07/2019	Steven O. Weise	AIRPLANE	AIRPLANE Airfare - Steven Weise Flight hom from NYC from attending preparation meeting for client on Moot of Oral Argument for Section 552 appeal with Joshua Esses et al.	\$272.04
11/07/2019	Steven O. Weise	AIRPLANE	AIRPLANE Airfare Service Fee - Steven Weise Flight home from NYC from attending preparation meeting for client on Moot of Oral Argument for Section 552 appeal with Joshua Esses et al.	\$35.00
11/25/2019	Steven O. Weise	AIRPLANE	AIRPLANE Airfare Service Fee - Steven Weise Flight to Boston to attend oral argument at the First Circuit Court? ? 552 ruling in ERS	\$35.00
11/29/2019	Steven O. Weise	AIRPLANE	AIRPLANE Airfare - Steven Weise Flight to Boston to attend oral argument at the First Circuit Court? ? 552 ruling in ERS	\$909.85
12/03/2019	Martin J. Bienenstock	AIRPLANE	AIRPLANE Airfare - Martin Bienenstock Trip to Boston, MA for Meeting regarding FOM-ERS, First Circuit Appeal.	\$456.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0045 ERS TITLE III - ALTAIR

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**Total for AIRPLANE \$1,708.49**

Date	Timekeeper	Type	Description	Amount
11/25/2019	Steven O. Weise	LODGING	LODGING Hotel - Lodging on 11/23 through 11/25 (3 nights) - Steven Weise Hotel stay in NYC to attend preparation meeting for client on Moot of Oral Argument for Section 552 appeal with Joshua Esses et al.	\$843.78
12/03/2019	Martin J. Bienenstock	LODGING	LODGING Hotel - Lodging on 12/03 - Martin Bienenstock Hotel - Trip to Boston, MA for Meeting regarding FOM- ERS, First Circuit Appeal.	\$500.00
12/03/2019	Joshua A. Esses	LODGING	LODGING Hotel - Lodging on 12/03 - Joshua Esses Oral argument before the first circuit court of appeal on the section 552 issue.	\$366.69
12/03/2019	Steven O. Weise	LODGING	LODGING Hotel - Lodging on 12/03 - Steven Weise Hotel stay in Boston to attend oral argument at the First Circuit Court? ? 552 ruling in ERS	\$365.66
<b>Total for LODGING</b>				<b>\$2,076.13</b>

**Charges and Disbursements Summary**

Type of Disbursements	Amount
REPRODUCTION	9.20
WESTLAW	858.00
FILING AND COURT COSTS	2,248.50
TAXI, CARFARE, MILEAGE AND PARKING	99.40
OUT OF TOWN TRANSPORTATION	844.74
OUT OF TOWN MEALS	101.94
AIRPLANE	1,708.49
LODGING	2,076.13
<b>Total Expenses</b>	<b>\$7,946.40</b>
<b>Total Amount for this Matter</b>	<b>\$105,498.00</b>

33260 FOMB

Invoice 190138255

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

0068 ERS TITLE III – COOPERATIVA DE AHORO Y  
CREDITOR VEGABAJENA

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Summary of Time Billed by Task		Hours	Value
206	Documents Filed on Behalf of the Board	2.10	\$1,656.90
207	Non-Board Court Filings	0.30	\$236.70
210	Analysis and Strategy	1.30	\$1,025.70
Total		3.70	\$2,919.30

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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CREDITOR VEGABAJENA

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**Documents Filed on Behalf of the Board -- 206**

Date	Timekeeper	Task	Description	Hours	Amount
12/01/19	Brian S. Rosen	206	Review supplemental brief regarding Vegabajena (0.30).	0.30	\$236.70
12/02/19	Michael A. Firestein	206	Review proposed final sur-reply brief on Cooperativa matter (0.20).	0.20	\$157.80
12/02/19	Jennifer L. Roche	206	Revise and finalize supplemental brief in support of motion to dismiss (0.90); E-mails with B. Rosen regarding supplemental brief (0.10); Conferences with M. Firestein regarding brief (0.20); E-mails with H. Bauer regarding draft brief and filing final brief (0.10).	1.30	\$1,025.70
12/02/19	Brian S. Rosen	206	Revise reply regarding motion to discuss (Vegabajena) (0.30).	0.30	\$236.70
<b>Documents Filed on Behalf of the Board</b>				<b>2.10</b>	<b>\$1,656.90</b>

**Non-Board Court Filings -- 207**

Date	Timekeeper	Task	Description	Hours	Amount
12/16/19	Michael A. Firestein	207	Review plaintiff's supplemental brief on subsequent events as required by Court (0.30).	0.30	\$236.70
<b>Non-Board Court Filings</b>				<b>0.30</b>	<b>\$236.70</b>

**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
12/02/19	Michael A. Firestein	210	Call with J. Roche regarding strategy for Court supplemental brief (0.20).	0.20	\$157.80
12/16/19	Jennifer L. Roche	210	Review and analyze plaintiff's supplemental brief regarding motion to dismiss (0.60); E-mails with B. Rosen, P. Possinger, M. Firestein and L. Stafford regarding brief (0.20); Conference with M. Firestein regarding same (0.10).	0.90	\$710.10
12/16/19	Michael A. Firestein	210	Call with J. Roche on strategy for addressing issues in plaintiff's brief (0.10); Draft memorandum on responsive pleading by plaintiff (0.10).	0.20	\$157.80
<b>Analysis and Strategy</b>				<b>1.30</b>	<b>\$1,025.70</b>

**Total for Professional Services** **\$2,919.30**



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Invoice 190138255

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

0068 ERS TITLE III – COOPERATIVA DE AHORO Y  
CREDITOR VEGABAJENA

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
BRIAN S. ROSEN	PARTNER	0.60	789.00	\$473.40
MICHAEL A. FIRESTEIN	PARTNER	0.90	789.00	\$710.10
<b>Total for PARTNER</b>		<b>1.50</b>		<b>\$1,183.50</b>
JENNIFER L. ROCHE	SENIOR COUNSEL	2.20	789.00	\$1,735.80
<b>Total for SENIOR COUNSEL</b>		<b>2.20</b>		<b>\$1,735.80</b>
	<b>Total</b>	<b>3.70</b>		<b>\$2,919.30</b>

**For Charges and Disbursements**

**Total for REPRODUCTION \$0.10**

**Charges and Disbursements Summary**

<b>Type of Disbursements</b>	<b>Amount</b>
REPRODUCTION	0.10
<b>Total Expenses</b>	<b>\$0.10</b>
<b>Total Amount for this Matter</b>	<b>\$2,919.40</b>

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X

In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND MANAGEMENT  
BOARD FOR PUERTO RICO,

No. 17 BK 3283-LTS

as representative of

(Jointly Administered)

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.<sup>1</sup>

-----X

IN RE:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

No. 17 BK 3566-LTS

THE EMPLOYEES RETIREMENT SYSTEM OF THE  
GOVERNMENT OF THE COMMONWEALTH OF  
PUERTO RICO,

Debtor.

-----X

**COVER SHEET TO THIRTY-FOURTH MONTHLY FEE APPLICATION OF  
PROSKAUER ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,  
EMPLOYEES RETIREMENT SYSTEM ("ERS")  
FOR THE PERIOD JANUARY 1, 2020 THROUGH JANUARY 31, 2020**

Name of Applicant:

Proskauer Rose LLP ("Proskauer")

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Authorized to Provide  
Professional Services to:

Financial Oversight and Management Board, as  
Representative for the Debtor Pursuant to  
PROMESA Section 315(b)

Period for which compensation  
and reimbursement for fees and services  
is sought:

January 1, 2020 through January 31, 2020

Amount of compensation sought  
as actual, reasonable and necessary:

**\$565,969.50**

Amount of expense reimbursement sought  
as actual, reasonable and necessary:

**\$11,793.24**

Total Amount for these Invoices:

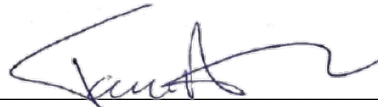
**\$577,762.74**

This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer's thirty-fourth monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for January 2020.

A handwritten signature in blue ink, appearing to read 'Jaime A. El Koury', is positioned above a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On February 27, 2020 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despins, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñiz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury

Summary of Legal Fees for the Period January 2020

ERS – General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	4.50	\$3,550.50
202	Legal Research	10.70	\$7,819.50
203	Hearings and Other Non-Filed Communications with the Court	6.00	\$4,734.00
204	Communications with Claimholders	8.40	\$6,627.60
205	Communications with the Commonwealth and its Representatives of the Commonwealth or its Instrumentalities	10.00	\$7,890.00
206	Documents Filed on Behalf of the Board	78.90	\$62,252.10
207	Non-Board Court Filings	8.30	\$6,548.70
210	Analysis and Strategy	243.50	\$192,121.50
211	Non-Working Travel Time	3.00	\$2,367.00
212	General Administration	91.40	\$25,146.00
218	Employment and Fee Applications	1.20	\$324.00
Total		465.90	\$319,380.90

ERS – Altair			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
219	Appeal	9.10	\$7,179.90
Total		9.10	\$7,179.90

Summary of Legal Fees for the Period January 2020

ERS – Pension Challenge			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
210	Analysis and Strategy	0.30	\$236.70
Total		0.30	\$ 236.70

ERS – Miscellaneous			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
212	General Administration	15.00	\$4,050.00
219	Appeal	298.00	\$235,122.00
Total		313.00	\$239,172.00

Summary of Legal Fees for the Period January 2020

**ACROSS ALL ERS-RELATED MATTERS**

Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Brian S. Rosen	Partner	BSGR & B	\$789.00	14.20	\$11,203.80
Chantel L. Febus	Partner	Litigation	\$789.00	7.40	\$5,838.60
Jeffrey W. Levitan	Partner	BSGR & B	\$789.00	40.60	\$32,033.40
John E. Roberts	Partner	Litigation	\$789.00	28.80	\$22,723.20
Jonathan E. Richman	Partner	Litigation	\$789.00	0.30	\$236.70
Kevin J. Perra	Partner	Litigation	\$789.00	0.30	\$236.70
Margaret A. Dale	Partner	Litigation	\$789.00	110.10	\$86,868.90
Mark Harris	Partner	Litigation	\$789.00	0.30	\$236.70
Michael A. Firestein	Partner	Litigation	\$789.00	2.70	\$2,130.30
Michael R. Hackett	Partner	Litigation	\$789.00	2.70	\$2,130.30
Paul Possinger	Partner	BSGR & B	\$789.00	2.50	\$1,972.50
Ralph C. Ferrara	Partner	Litigation	\$789.00	1.10	\$867.90
Stephen L. Ratner	Partner	Litigation	\$789.00	1.10	\$867.90
Steven O. Weise	Partner	Corporate	\$789.00	10.80	\$8,521.20
Timothy W. Mungovan	Partner	Litigation	\$789.00	6.70	\$5,286.30
Jennifer L. Roche	Senior Counsel	Litigation	\$789.00	72.10	\$56,886.90
Carl Mazurek	Associate	Litigation	\$789.00	73.90	\$58,307.10
Elisa Carino	Associate	Litigation	\$789.00	10.70	\$8,442.30
Elliot Stevens	Associate	BSGR & B	\$789.00	0.30	\$236.70
Javier Sosa	Associate	Litigation	\$789.00	12.40	\$9,783.60
Joshua A. Esses	Associate	BSGR & B	\$789.00	44.00	\$34,716.00
Laura Stafford	Associate	Litigation	\$789.00	1.20	\$946.80
Mee R. Kim	Associate	Litigation	\$789.00	28.60	\$22,565.40
William D. Dalsen	Associate	Litigation	\$789.00	206.70	\$163,086.30
Olga Friedman	E-Discovery Attorney	Professional Resources	\$390.00	3.00	\$1,170.00
Yvonne O. Ike	E-Discovery Attorney	Professional Resources	\$390.00	0.90	\$351.00



Summary of Legal Fees for the Period January 2020

Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
<b>TOTAL</b>				<b>683.40</b>	<b>\$537,646.50</b>

Paraprofessional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Angelo Monforte	Legal Assistant	Litigation	\$270.00	6.70	\$1,809.00
Christopher M. Tarrant	Legal Assistant	BSGR & B	\$270.00	5.10	\$1,377.00
Dennis T. Mcpeck	Legal Assistant	Litigation	\$270.00	2.00	\$540.00
Eric R. Chernus	Practice Support	Professional Resources	\$270.00	5.40	\$1,458.00
Julia L. Sutherland	Legal Assistant	Litigation	\$270.00	0.80	\$216.00
Karina Pantoja	Legal Assistant	Labor & Employment	\$270.00	1.10	\$297.00
Laura M. Geary	Legal Assistant	Litigation	\$270.00	9.00	\$2,430.00
Laurie A. Henderson	Lit. Support	Litigation	\$270.00	1.50	\$405.00
Lawrence T. Silvestro	Legal Assistant	Litigation	\$270.00	9.50	\$2,565.00
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	1.20	\$324.00
Olaide M. Adejobi	Legal Assistant	Litigation	\$270.00	4.80	\$1,296.00
Shealeen E. Schaefer	Legal Assistant	Labor & Employment	\$270.00	56.60	\$15,282.00
Tal J. Singer	Legal Assistant	Litigation	\$270.00	1.20	\$324.00
<b>TOTAL</b>				<b>104.90</b>	<b>\$28,323.00</b>

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u></b> <b>788.30</b>	<b><u>Fees</u></b> <b>\$565,969.50</b>
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Summary of Disbursements for the period January 2020

**ACROSS ALL ERS-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
Airplane	\$1,515.74
Lexis	\$194.00
Lodging	\$339.24
Other Database Research	\$3.70
Out Of Town Meals	\$109.27
Out Of Town Transportation	\$44.89
Reproduction	\$220.10
Transcripts & Depositions	\$62.10
Trial Transcriptions	\$115.20
Westlaw	\$9,189.00
<b>Total</b>	<b>\$11,793.24</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$509,372.55 and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$11,793.24) in the total amount of \$521,165.79.

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**Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock

Martin J. Bienenstock (*pro hac vice*)  
Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900

## **Exhibit A**

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD  
MEMBER

0007 PROMESA TITLE III: ERS

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Summary of Time Billed by Task		Hours	Value
201	Tasks relating to the Board and Associated Members	4.50	\$3,550.50
202	Legal Research	10.70	\$7,819.50
203	Hearings and other non-filed communications with the Court	6.00	\$4,734.00
204	Communications with Claimholders	8.40	\$6,627.60
205	Communications with the Commonwealth and its Representatives	10.00	\$7,890.00
206	Documents Filed on Behalf of the Board	78.90	\$62,252.10
207	Non-Board Court Filings	8.30	\$6,548.70
210	Analysis and Strategy	243.50	\$192,121.50
211	Non-Working Travel Time	3.00	\$2,367.00
212	General Administration	91.40	\$25,146.00
218	Employment and Fee Applications	1.20	\$324.00
Total		465.90	\$319,380.90

**Tasks relating to the Board and Associated Members -- 201**

Date	Timekeeper	Task	Description	Hours	Amount
01/07/20	Mee R. Kim	201	E-mails with M. Dale and J. El Koury regarding litigation strategy (0.80); Draft memorandum regarding same (0.60); Discussion with M. Dale regarding same (0.10).	1.50	\$1,183.50
01/13/20	Chantel L. Febus	201	Call with potential expert regarding experts for ERS.	0.30	\$236.70
01/17/20	Margaret A. Dale	201	E-mails with expert regarding engagement.	0.30	\$236.70
01/20/20	Margaret A. Dale	201	E-mails with T. Mungovan and C. Febus regarding expert retention (0.20).	0.20	\$157.80
01/21/20	Margaret A. Dale	201	Communications with general counsel of expert regarding retention (0.50); E-mails and teleconference with T. Mungovan regarding expert engagement (0.20); Teleconference and e-mails with J. El Koury regarding expert engagement (0.40); E-mails with B. Rosen and J. Levitan regarding tracing expert (0.10).	1.20	\$946.80
01/27/20	Joshua A. Esses	201	Call with tracing expert on ERS lien scope proceeding (0.50).	0.50	\$394.50
01/30/20	Margaret A. Dale	201	Conference call with M. Spillane of Citi and W. Dalsen regarding document production (0.30).	0.30	\$236.70
01/30/20	Laura Stafford	201	Call with M. Spillane regarding ERS discovery.	0.20	\$157.80
<b>Tasks relating to the Board and Associated Members</b>				<b>4.50</b>	<b>\$3,550.50</b>

**Legal Research -- 202**

Date	Timekeeper	Task	Description	Hours	Amount
01/02/20	Carl Mazurek	202	Research and provide citations for motions to compel against bondholders and fiscal agent (2.50); Participate in meet and confer with bondholders and fiscal agent (1.00); Revise and implement edits to motion to compel against bondholders (2.80); Revise and implement edits to motion to compel against fiscal agent (1.40).	7.70	\$6,075.30
01/21/20	Tal J. Singer	202	Conduct research regarding 2019 rule statements (1.10); Draft e-mail to J. Esses and team regarding research findings (0.10).	1.20	\$324.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

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Date	Timekeeper	Task	Description	Hours	Amount
01/31/20	Carl Mazurek	202	Research and draft summary of amendments to ERS Enabling Act (1.10); Review and edit motion to modify schedule (0.30); Call with co-counsel regarding deposition and discovery scheduling (0.40).	1.80	\$1,420.20
<b>Legal Research</b>				<b>10.70</b>	<b>\$7,819.50</b>

**Hearings and other non-filed communications with the Court -- 203**

Date	Timekeeper	Task	Description	Hours	Amount
01/15/20	Margaret A. Dale	203	Attend oral argument on motions to compel (3.00).	3.00	\$2,367.00
01/15/20	William D. Dalsen	203	Argue motions to compel at discovery hearing pertaining to ERS ultra vires and lien scope litigation (3.00).	3.00	\$2,367.00
<b>Hearings and other non-filed communications with the Court</b>				<b>6.00</b>	<b>\$4,734.00</b>

**Communications with Claimholders -- 204**

Date	Timekeeper	Task	Description	Hours	Amount
01/03/20	Jennifer L. Roche	204	Review letter to bondholders regarding ERS document search (0.20); E-mails with W. Dalsen and M. Pocha regarding same (0.10); Review draft motion to compel discovery from ERS bondholders (0.50); E-mails with W. Dalsen and Committee counsel regarding motion to compel issues (0.20); E-mails with W. Dalsen, M. Dale and AAFAF and Committee counsel regarding open discovery issues (0.20).	1.20	\$946.80
01/07/20	Timothy W. Mungovan	204	Review correspondence from counsel to ERS bondholders seeking to extend tolling agreement on claims (0.20).	0.20	\$157.80
01/07/20	Timothy W. Mungovan	204	Communications with M. Firestein and M. Dale regarding correspondence from counsel to ERS bondholders seeking to extend tolling agreement on claims (0.20).	0.20	\$157.80



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Date	Timekeeper	Task	Description	Hours	Amount
01/08/20	William D. Dalsen	204	Review correspondence to opposing counsel regarding search terms (0.40); Call with counsel to AAFAF regarding search terms (0.20); Call with M. Dale regarding discovery matters (0.20); Call with counsel to SCC regarding discovery matters (0.20); Review correspondence from opposing counsel regarding discovery matters (0.40); Revise notices of deposition (0.80); Review final deposition notices (0.90); Serve notices of deposition (0.10); Review Court order entered today regarding schedule for discovery motions (0.10); Review correspondence from ERS bondholders regarding discovery matters (0.30); Correspondence with committees and government parties regarding Court scheduling order (0.20).	3.80	\$2,998.20
01/09/20	William D. Dalsen	204	Correspondence with counsel to fiscal agent regarding follow-up questions for document search (0.40); Correspondence with opposing counsel regarding filing matters (0.10); Correspondence with local counsel regarding filing matters (0.10); Correspondence with J. Roche regarding Board document review (0.10); Correspondence with counsel to AAFAF regarding opposition to motion to compel (0.30); Call with counsel to Retiree Committee regarding scheduling matters (0.20); Correspondence with team regarding expert discovery matters (0.20).	1.40	\$1,104.60
01/11/20	Jennifer L. Roche	204	E-mail to fiscal agent regarding document search and review proposal.	0.10	\$78.90
01/14/20	William D. Dalsen	204	Draft correspondence to opposing counsel regarding deposition scheduling (0.90).	0.90	\$710.10
01/23/20	Carl Mazurek	204	Participate in meet and confer with co-counsel regarding selection of Spanish-language expert.	0.60	\$473.40
<b>Communications with Claimholders</b>				<b>8.40</b>	<b>\$6,627.60</b>

**Communications with the Commonwealth and its Representatives -- 205**

Date	Timekeeper	Task	Description	Hours	Amount
01/05/20	Jennifer L. Roche	205	E-mails with W. Dalsen and Committee counsel regarding motion to compel and deposition issues.	0.30	\$236.70

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Date	Timekeeper	Task	Description	Hours	Amount
01/13/20	William D. Dalsen	205	Correspondence with counsel to AAFAF regarding case scheduling matters (0.50).	0.50	\$394.50
01/17/20	Margaret A. Dale	205	E-mails with Retiree Committee, W. Dalsen and M. Pocha regarding draft of declaration to avoid deposition of Mayol (0.30); E-mails with W. Dalsen, J. Esses and B. Rosen regarding bondholders holdings, timing of purchases (0.50); Analysis of statutory basis for bond issuance (0.70).	1.50	\$1,183.50
01/17/20	William D. Dalsen	205	Correspondence with committees and government parties regarding expert matters (0.50); Review discovery correspondence from ERS bondholders (0.30); Review discovery correspondence from fiscal agent (0.30); Correspondence with committees and government parties regarding scheduling matters (0.40); Correspondence with committees and government parties regarding motion to quash (0.80).	2.30	\$1,814.70
01/18/20	Margaret A. Dale	205	Conference call with M. Root and L. Raiford (Retiree Committee), W. Dalsen and M. Pocha regarding draft of declaration to avoid deposition of Mayol (0.50).	0.50	\$394.50
01/19/20	Margaret A. Dale	205	E-mails with M. Pocha and W. Dalsen regarding search term issues and letter to bondholders regarding same (0.20); E-mails with W. Dalsen regarding ERS schedule (0.10).	0.30	\$236.70
01/19/20	William D. Dalsen	205	Correspondence with counsel to AAFAF regarding ERS search terms from opposing counsel (0.20).	0.20	\$157.80
01/19/20	Jennifer L. Roche	205	E-mails with M. Pocha and W. Dalsen regarding search terms issue and draft letter to bondholders regarding same.	0.20	\$157.80
01/23/20	William D. Dalsen	205	Call with counsel to SCC and AAFAF regarding protective order (0.50); Correspondence with M. Dale regarding protective order (0.20).	0.70	\$552.30
01/27/20	Jennifer L. Roche	205	E-mails with government and committee counsel regarding revised litigation schedule (0.10); E-mail opposing counsel regarding litigation schedule (0.10); Coordinate updates to deposition schedule and document productions with paralegal team (0.20); Review revised deposition notice (0.10); Review supplemental informative motion and e-mails regarding same (0.10).	0.60	\$473.40

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Date	Timekeeper	Task	Description	Hours	Amount
01/30/20	Jennifer L. Roche	205	E-mails with AAFAF and Committee counsel regarding litigation schedule (0.10); Conference with M. Dale regarding schedule and discovery issues (0.10); Conferences with W. Dalsen regarding discovery issues (0.10); E-mail bondholder counsel regarding proposed revised schedule (0.10).	0.40	\$315.60
01/31/20	Jennifer L. Roche	205	E-mails and conference with AAFAF counsel and M. Dale and W. Dalsen regarding deposition strategy (0.50); Draft motion regarding revised litigation schedule (1.60); E-mails with W. Dalsen and C. Mazurek regarding schedule (0.10); E-mails with Committee counsel regarding litigation schedule motion (0.10); E-mails with opposing counsel regarding litigation schedule and motion (0.20).	2.50	\$1,972.50
<b>Communications with the Commonwealth and its Representatives</b>				<b>10.00</b>	<b>\$7,890.00</b>

**Documents Filed on Behalf of the Board -- 206**

Date	Timekeeper	Task	Description	Hours	Amount
01/01/20	Joshua A. Esses	206	Draft claim objections to ERS bondholder claims.	0.10	\$78.90
01/02/20	Joshua A. Esses	206	Draft claim objections to ERS bondholder claims.	0.50	\$394.50
01/02/20	Jeffrey W. Levitan	206	Conferences J. Esses regarding discovery claims objections (0.30); Review W. Dalsen e-mails regarding discovery, supplemental responses (0.70); E-mail W. Dalsen, teleconference B. Rosen regarding discovery (0.20); E-mails with W. Dalsen, B. Rosen, regarding discovery issues (0.30); E-mail M. Dale regarding experts (0.10).	1.60	\$1,262.40
01/02/20	William D. Dalsen	206	Draft motion to compel ERS bondholders to produce documents and provide full responses to requests for admission (1.40).	1.40	\$1,104.60
01/03/20	Jeffrey W. Levitan	206	Review objections, teleconference J. Esses regarding duplicate claims (0.50); Review e-mails regarding discovery, experts (0.40); Review draft motion to compel, e-mail M. Dale (0.50); E-mail J. Esses regarding claims objections, review M. Bienenstock e-mails regarding same (0.20).	1.60	\$1,262.40

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Date	Timekeeper	Task	Description	Hours	Amount
01/03/20	William D. Dalsen	206	Revise draft motion to compel ERS bondholders to produce documents in response to discovery requests (8.10).	8.10	\$6,390.90
01/03/20	Joshua A. Esses	206	Draft objections to ERS bondholder claims (1.20); Call with tracing expert (0.50).	1.70	\$1,341.30
01/03/20	Laura Stafford	206	Review and analyze ERS claim objections and exhibits and e-mails with M. Zeiss and J. Esses regarding same.	0.50	\$394.50
01/03/20	Carl Mazurek	206	Revise and implement edits to motion to compel against bondholders (1.30); Call with W. Dalsen and M. Dale regarding motion to compel against bondholders (0.50).	1.80	\$1,420.20
01/04/20	Joshua A. Esses	206	Draft claims objections to claims filed by ERS bondholders.	2.20	\$1,735.80
01/05/20	Joshua A. Esses	206	Draft claims objections to claims filed by ERS bondholders.	0.30	\$236.70
01/06/20	Joshua A. Esses	206	Draft objections to claims by ERS bondholders, finalize and file (6.40); Call with AAFAF, UCC, Retiree Committee, M. Dale regarding tracing analysis (0.70).	7.10	\$5,601.90
01/06/20	Jeffrey W. Levitan	206	Review revised supplemental claims objections, comments to omnibus objection (0.50); Review comments to objections (0.10); Edit claims objections (0.30); Conference J. Esses regarding claims objections (0.50); Teleconference M. Dale regarding tolling (0.10); Review deposition topics (0.20).	1.70	\$1,341.30
01/06/20	Jeffrey W. Levitan	206	E-mail J. Esses, teleconference B. Rosen, regarding claims objections (0.30); Review committee claims objections (0.70); Review retiree committee joinder (0.20).	1.20	\$946.80
01/06/20	William D. Dalsen	206	Review revised draft protective order (0.60).	0.60	\$473.40
01/07/20	William D. Dalsen	206	Review proposed joint motion to enter briefing and hearing schedule pertaining to discovery disputes (0.50); Revise joint stipulated protective order (0.30).	0.80	\$631.20
01/08/20	William D. Dalsen	206	Draft opposition to motion to compel ERS to provide further interrogatory responses (2.40).	2.40	\$1,893.60
01/09/20	William D. Dalsen	206	Draft opposition to motion to compel ERS to provide further answers to interrogatories (9.80).	9.80	\$7,732.20
01/10/20	William D. Dalsen	206	Revise opposition to motion to compel ERS to provide further answers to interrogatories (3.00).	3.00	\$2,367.00
01/11/20	William D. Dalsen	206	Call with C. Mazurek regarding reply in support of motion to compel (0.20).	0.20	\$157.80

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Date	Timekeeper	Task	Description	Hours	Amount
01/11/20	Carl Mazurek	206	Compose outline of reply in support of motion to compel production of documents (2.90); Draft reply in support of motion to compel production of documents (0.90).	3.80	\$2,998.20
01/12/20	Carl Mazurek	206	Draft reply in support of motion to compel production of documents (6.50); Review and revise draft of reply in support of motion to compel production of documents (2.40).	8.90	\$7,022.10
01/13/20	William D. Dalsen	206	Revise draft reply in support of motion to compel ERS bondholders to produce documents (4.20).	4.20	\$3,313.80
01/14/20	Joshua A. Esses	206	Review draft motion to compel (0.60).	0.60	\$473.40
01/14/20	Jeffrey W. Levitan	206	Review reply regarding motion to compel (0.50); Review brief regarding tolling (0.50); Teleconference M. Dale regarding tolling, discovery (0.10); Conference J. Esses regarding tolling (0.10).	1.20	\$946.80
01/14/20	William D. Dalsen	206	Revise draft informative motion regarding January 15 hearing (0.20); Revise draft reply in support of motion to compel ERS bondholders to produce documents (5.00).	5.20	\$4,102.80
01/15/20	Joshua A. Esses	206	Draft tolling stipulation to extend deadline for ERS actions (3.70); Review docket for pleadings filed by UBS relevant to the ultra vires dispute (1.80).	5.50	\$4,339.50
01/16/20	Joshua A. Esses	206	Draft urgent motion to approve tolling stipulation (0.50); Review docket for bondholders' admissions of making a loan in connection with ultra vires issue (1.60).	2.10	\$1,656.90
01/17/20	Margaret A. Dale	206	Review revised draft stipulation regarding tolling of avoidance claims between debtors and other governmental entities (0.40); E-mails with J. Esses and O'Melveny attorneys regarding draft stipulation (0.20).	0.60	\$473.40
01/31/20	William D. Dalsen	206	Review draft joint motion to amend case schedule in ultra vires and lien scope proceedings (0.20).	0.20	\$157.80
<b>Documents Filed on Behalf of the Board</b>				<b>78.90</b>	<b>\$62,252.10</b>

**Non-Board Court Filings -- 207**

<b>Date</b>	<b>Timekeeper</b>	<b>Task</b>	<b>Description</b>	<b>Hours</b>	<b>Amount</b>
01/04/20	Michael R. Hackett	207	Review bondholders' motion to compel and exhibits (0.80); Review government parties' motion to compel and exhibits (0.60); Correspondence with legal team regarding motions to compel (0.20).	1.60	\$1,262.40
01/05/20	Brian S. Rosen	207	Review 921 pleadings/ultra vires pleadings and correspondence (2.60).	2.60	\$2,051.40
01/07/20	Michael A. Firestein	207	Review Court trustee motion opinion (0.30).	0.30	\$236.70
01/07/20	Timothy W. Mungovan	207	Communications with M. Firestein, M. Dale, and L. Rappaport regarding Judge Swain's order denying motion of claimholders for appointment of trustee and its potential application to other matters (0.40).	0.40	\$315.60
01/07/20	Stephen L. Ratner	207	Review decision denying ERS bondholders' motion to appoint trustee.	0.20	\$157.80
01/07/20	Timothy W. Mungovan	207	Review Judge Swain's order denying motion of claimholders for appointment of trustee (0.30).	0.30	\$236.70
01/07/20	Kevin J. Perra	207	Review and analyze Court decision on 926 motion.	0.30	\$236.70
01/08/20	Michael A. Firestein	207	Review order on discovery issues in ERS for impact on litigation sequencing (0.20); Review UCC supplemental claim objection to ERS bondholders (0.10).	0.30	\$236.70
01/10/20	Carl Mazurek	207	Review and analyze bondholders' objection to motion to compel.	1.20	\$946.80
01/13/20	Timothy W. Mungovan	207	Review Judge Dein's order regarding procedures for January 15 hearing on discovery motions (0.20).	0.20	\$157.80
01/14/20	Margaret A. Dale	207	Review bondholders' reply on motion to compel interrogatory responses from ERS (0.40).	0.40	\$315.60
01/16/20	Timothy W. Mungovan	207	Review Judge Dein's order on discovery partially denying and partially granting bondholders' and Board's discovery motions (0.30).	0.30	\$236.70
01/16/20	Timothy W. Mungovan	207	Communications with W. Dalsen regarding Judge Dein's order on discovery partially denying and partially granting bondholders' and Board's discovery motions (0.20).	0.20	\$157.80
<b>Non-Board Court Filings</b>				<b>8.30</b>	<b>\$6,548.70</b>

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**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
01/02/20	Jennifer L. Roche	210	E-mails with W. Dalsen and M. Dale regarding discovery issues (0.40); Review draft letter regarding open discovery issues and motion to compel (0.20); E-mails with AAFAF and Committee counsel regarding discovery issues (0.30).	0.90	\$710.10
01/02/20	William D. Dalsen	210	Correspondence with B. Rosen and J. Levitan regarding discovery matters (0.40); Correspondence with M. Dale and J. Roche regarding discovery matters (0.20); Draft topics for Rule 30(b)(6) depositions of ERS bondholders and fiscal agent (2.60); Call with C. Mazurek regarding draft motion to compel and next steps (0.30); Prepare for meet/confer with opposing counsel regarding discovery matters (0.40); Meet and confer with opposing counsel regarding discovery matters (1.00); Draft letter to ERS bondholders and fiscal agent regarding outstanding discovery matters and motion to compel (3.90).	8.80	\$6,943.20
01/02/20	Margaret A. Dale	210	E-mails and teleconference with W. Dalsen regarding open discovery issues and motion to compel (0.40); Review revised analysis of ERS bank accounts (0.80); E-mails regarding potential tracing expert (0.20); Review letters to fiscal agent and bondholders regarding discovery issues (0.50); E-mails with M. Pocha regarding discovery aimed at ERS (0.20).	2.10	\$1,656.90
01/02/20	Mee R. Kim	210	E-mails with M. Dale, M. Mervis, M. Zerjal, and A. Stach regarding cash accounts (0.20); E-mails with M. Dale, J. Levitan, P. Friedman, and M. Pocha regarding litigation strategy (0.20); E-mails with M. Dale, B. Rosen and litigation team regarding same (0.10).	0.50	\$394.50
01/02/20	Chantel L. Febus	210	Review summaries regarding ERS and scheduling orders.	0.80	\$631.20
01/02/20	Chantel L. Febus	210	Communications with M. Dale regarding ERS expert engagement.	0.30	\$236.70
01/03/20	Chantel L. Febus	210	Communications with M. Dale regarding ERS expert engagement (0.50); Review contracts regarding the same (0.80).	1.30	\$1,025.70



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Date	Timekeeper	Task	Description	Hours	Amount
01/03/20	Brian S. Rosen	210	Teleconference with M. Dale, R. Kim, P. Friedman and Board advisor regarding expert issues (0.70); Review motion to compel (0.30).	1.00	\$789.00
01/03/20	Margaret A. Dale	210	Multiple e-mails with W. Dalsen, C. Mazurek and J. Roche regarding status of discovery and motion to compel (0.50); Review and revise draft motion to compel responses from bondholders (0.80); E-mails with J. Levitan and B. Rosen regarding motions to compel (0.30); Teleconferences with W. Dalsen regarding negotiations with bondholders and fiscal agent and motions to compel (0.40); Conference call with Board advisor, B. Rosen, R. Kim, and P. Friedman regarding expert issues (0.70); E-mails with M. Pocha regarding expert issues (0.20).	2.90	\$2,288.10
01/03/20	William D. Dalsen	210	Call with B. Rosen regarding discovery matters (0.30); Correspondence with team regarding outstanding discovery matters (0.50); Correspondence with team regarding motion to compel to be filed today (0.50); Call with counsel to Fiscal Agent regarding motion to compel (0.20); Call with M. Dale and C. Mazurek regarding motion to compel (0.20).	1.70	\$1,341.30
01/03/20	Mee R. Kim	210	E-mails with M. Dale and C. Febus regarding litigation strategy (0.50); E-mails with M. Dale, B. Rosen, P. Friedman, litigation team and Board advisors regarding strategy (0.20); Teleconference with M. Dale, B. Rosen, P. Friedman, M. Pocha, litigation team and Board advisors regarding same (0.70); E-mails with M. Dale regarding same (0.20); E-mails with Board advisor regarding same (0.10).	1.70	\$1,341.30
01/03/20	Laura Stafford	210	Call with J. Esses regarding ERS claim objections.	0.10	\$78.90
01/04/20	Jennifer L. Roche	210	E-mails with W. Dalsen, B. Rosen and S. Weise regarding analysis of notice of illegality of bond issuance issue.	0.30	\$236.70
01/04/20	Jeffrey W. Levitan	210	E-mail W. Dalsen regarding discovery, review supplemental discovery responses (0.30); Review comments to claim objections (0.60); E-mail and teleconference J. Esses regarding claims objections (0.50).	1.40	\$1,104.60



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Date	Timekeeper	Task	Description	Hours	Amount
01/04/20	William D. Dalsen	210	Analysis of bondholder supplemental responses to requests for admission (0.40); Correspondence with team regarding bondholder supplemental responses to requests for admission (0.10); Correspondence with team regarding motion to compel against ERS (0.10); Correspondence with B. Rosen regarding discovery issues (0.10); Correspondence with S. Weise regarding discovery issues (0.30).	1.00	\$789.00
01/04/20	Steven O. Weise	210	Review of bondholder defenses to invalidity of bonds.	2.70	\$2,130.30
01/04/20	Brian S. Rosen	210	Review correspondence regarding ERS notice defense (0.40); Memorandum to J. Levitan regarding same (0.10); Review W. Dalsen memorandum regarding same (0.10); Memorandum to W. Dalsen regarding same (0.10).	0.70	\$552.30
01/05/20	William D. Dalsen	210	Correspondence with S. Weise regarding discovery matters (0.20); Correspondence with team regarding subpoena to co-counsel to Retiree Committee (0.20); Correspondence with committees and government parties regarding proposed deposition topics (0.20); Correspondence with team regarding proposed deposition topics (0.10); Correspondence with counsel to AAFAF regarding discovery matters (0.10).	0.80	\$631.20
01/05/20	Margaret A. Dale	210	E-mails with W. Dalsen and S. Weise regarding notice defense issues (0.30); E-mails with Proskauer, AAFAF, UCC and Retiree Committee counsel regarding expert for tracing analysis (0.30).	0.60	\$473.40

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Date	Timekeeper	Task	Description	Hours	Amount
01/06/20	Margaret A. Dale	210	E-mails with W. Dalsen regarding open discovery issues (0.40); Conference call with J. Roche, W. Dalsen and C. Mazurek regarding open discovery issues (0.50); Conference call with Proskauer, AAFAP, UCC and Retiree Committee counsel regarding expert for tracing analysis (0.70); Conference call with J. Roche, W. Dalsen and Carl Mazurek regarding Board document review and production (0.20); Teleconference with J. Levitan regarding tolling stipulation regarding avoidance actions (0.10); Teleconference with B. Rosen regarding tolling stipulation regarding avoidance actions (0.10); E-mails with P. Friedman regarding tolling stipulation regarding avoidance actions (0.10); Review bondholder motion to compel interrogatory responses from ERS (0.50); E-mails with Retiree Committee counsel regarding Spanish-language expert (0.10); Review resume of potential expert (0.10); E-mail J. Levitan and B. Rosen regarding Spanish-language expert (0.10).	2.90	\$2,288.10
01/06/20	Jennifer L. Roche	210	Conference with W. Dalsen, M. Dale and C. Mazurek regarding discovery issues (0.50); Call with M. Dale and team regarding document issues (0.20); Analysis of proposed search terms and Board response to bondholders regarding same (1.10); E-mails with W. Dalsen, M. Dale and C. Mazurek regarding deposition and motion to compel issues (0.40).	2.20	\$1,735.80
01/06/20	Laura Stafford	210	Review and revise draft ERS objections.	0.30	\$236.70
01/06/20	Laura Stafford	210	Call with C. Tarrant regarding filing of ERS omnibus objection.	0.10	\$78.90

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Date	Timekeeper	Task	Description	Hours	Amount
01/06/20	William D. Dalsen	210	Correspondence with team regarding discovery matters (0.30); Correspondence with counsel to Retiree Committee regarding subpoena meet-and-confer (0.10); Correspondence with team regarding proposed schedule for motion to compel briefing (0.10); Call with counsel to Retiree Committee regarding subpoena issues (0.30); Correspondence with team regarding subpoena matters (0.10); Call with C. Mazurek regarding notices of deposition (0.20); Correspondence with team regarding case status (0.40); Analysis of bondholders' motion to compel against ERS (1.40); Correspondence with team regarding bondholders' motion to compel against ERS (0.50); Call with M. Dale and team regarding discovery matters and next steps (0.50); Correspondence with counsel to Retiree Committee regarding expert discovery matters (0.10); Call with M. Dale and team regarding motion to compel issues (0.20).	4.20	\$3,313.80
01/06/20	Carl Mazurek	210	Draft 30(b)(6) notices of deposition to ERS bondholders.	4.90	\$3,866.10
01/06/20	Mee R. Kim	210	E-mails with M. Dale regarding litigation strategy (0.10); Teleconference with M. Dale, litigation team, and Board advisors regarding same (0.70).	0.80	\$631.20
01/06/20	Brian S. Rosen	210	Review and revise supplemental objection (0.40); Memorandum to J. Esses regarding same (0.10); Meeting with M. Dale, AAFAF, UCC and Retiree Committee counsel regarding expert for tracing analysis (0.70); Review final objections (0.90); Memorandum to E. Schaffer regarding same (0.10).	2.20	\$1,735.80
01/07/20	Brian S. Rosen	210	Telephone call E. Schaffer regarding ERS objections (0.40); Review correspondence regarding tolling stipulation (0.20); Telephone call M. Dale regarding tolling stipulations (0.30); Conference call with group regarding same (0.30); Review J. Esses memorandum regarding motion to compel (0.10); Memorandum to J. Esses regarding same (0.10).	1.40	\$1,104.60

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Date	Timekeeper	Task	Description	Hours	Amount
01/07/20	Mee R. Kim	210	E-mails with M. Dale and litigation team regarding litigation strategy (0.20); E-mails with M. Dale and Board advisor regarding same (0.90); E-mails with M. Dale regarding same (0.20).	1.30	\$1,025.70
01/07/20	Carl Mazurek	210	Revise 30(b)(6) notices of deposition to ERS bondholders (2.80); Draft individual notices of deposition (3.30); Teleconference with co-counsel regarding motion to compel and supplemental responses (1.00); Create chart listing proposed deponents and dates of deposition (0.80).	7.90	\$6,233.10
01/07/20	Joshua A. Esses	210	Review e-mail communications regarding ERS discovery matters.	0.20	\$157.80
01/07/20	William D. Dalsen	210	Revise draft deposition topics for ERS bondholders and fiscal agent (1.50); Correspondence with committees and government parties regarding revised deposition topics (0.50); Call with counsel to AAFAF regarding discovery matters (1.00); Review draft letter to opposing counsel regarding discovery matters (1.00); Correspondence with opposing counsel regarding confidentiality stipulation and order (0.10); Correspondence with opposing counsel regarding briefing schedule for discovery motions (0.10); Revise draft notices of deposition (1.60); Correspondence C. Mazurek regarding notices of deposition (0.30); Correspondence with committees and government parties regarding notices of deposition (0.70); Review correspondence to ERS bondholders regarding proposed search terms to ERS (0.30).	7.10	\$5,601.90
01/07/20	Steven O. Weise	210	Review issues relating to ultra vires issues and bonds and discovery requests.	2.20	\$1,735.80

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Date	Timekeeper	Task	Description	Hours	Amount
01/07/20	Jennifer L. Roche	210	Conference with W. Dalsen, M. Dale and M. Pocha regarding ERS discovery issues (1.00); Analysis and draft of letter to bondholders regarding Board document review regarding bondholder subpoena (1.40); Conference with M. Dale regarding same (0.10); E-mails with W. Dalsen regarding same (0.10); Conference with E. Carino regarding ERS discovery and document review (0.10); E-mails with W. Dalsen and M. Pocha regarding draft letter regarding ERS document search and review (0.20); Review draft letters (0.10); Review bondholder motion to compel (0.80); Review analysis regarding UCC notice and timing issues (0.20); Conference with W. Dalsen and C. Mazurek regarding deposition notice issues (0.20); E-mails with W. Dalsen and Committee counsel regarding deposition notices (0.10).	4.30	\$3,392.70
01/07/20	Michael A. Firestein	210	Review draft strategic correspondence on 926 stipulation and draft related memoranda on same (0.30).	0.30	\$236.70
01/07/20	Margaret A. Dale	210	Review Court order denying bondholder motion to appoint a trustee (0.40); E-mails with team regarding same (0.20); Teleconference with B. Rosen regarding tolling stipulation regarding avoidance actions (0.10); E-mails with S. Weise, W. Dalsen and J. Esses regarding interrogatory responses and motion to compel (0.50); Review Article 8 and analyze notice defenses (0.80); Conference call with B. Rosen and P. Friedman regarding tolling stipulation regarding avoidance actions (0.30); Review motion to compel responses to interrogatories from ERS, exhibits thereto and documents cited therein (1.50); Conference call with M. Pocha and R. Holm of O'Melveny and W. Dalsen, J. Roche, and C. Mazurek regarding motion to compel opposition and document production (1.00); Teleconference with C. Mazurek regarding chronology assignment (0.50); Review Act 116 regarding bond issuance (0.40); Review letter to bondholders regarding search terms for Board document review (0.10); Review pleadings regarding ultra vires issues (1.80).	7.60	\$5,996.40

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Date	Timekeeper	Task	Description	Hours	Amount
01/08/20	Jennifer L. Roche	210	Analysis regarding Board document review regarding ERS bondholder discovery (1.40); E-mails with eDiscovery regarding same (0.20); E-mails and conference with E. Carino regarding document review (0.20); Analysis and e-mails with W. Dalsen regarding bondholder interrogatory response issues (0.30); E-mails with opposing counsel and Committee counsel regarding motion to compel schedule (0.10); Analysis and e-mails with W. Dalsen regarding fiscal agent document issues (0.20); E-mails with Committee counsel regarding same (0.10).	2.50	\$1,972.50
01/08/20	Jeffrey W. Levitan	210	Review retiree committee motion to quash (0.40); Conference B. Rosen, M. Dale, review request regarding tolling (0.50); Attend call regarding tolling request (0.20); Teleconference M. Dale regarding tracing experts (0.20).	1.30	\$1,025.70
01/08/20	Michael A. Firestein	210	Teleconference with M. Dale on tolling of ERS claim and related review of bondholder correspondence (0.20).	0.20	\$157.80
01/08/20	Carl Mazurek	210	Revise individual and 30(b)(6) notices of deposition to ERS bondholders (2.20); Finalize individual and 30(b)(6) notices of deposition to ERS bondholders (0.90).	3.10	\$2,445.90
01/08/20	Mee R. Kim	210	E-mails with M. Dale and Board advisors regarding litigation strategy (0.40); E-mails with M. Dale, T. Mungovan and C. Febus regarding same (0.20); E-mails with M. Dale, M. Pocha and A. Mohan regarding same (0.20).	0.80	\$631.20
01/08/20	Elisa Carino	210	Review documents for responsiveness to ultra vires requests for production to assist J. Roche.	4.40	\$3,471.60
01/08/20	Chantel L. Febus	210	Communications with R. Kim and M. Dale regarding expert in ERS matter and expert profile.	0.30	\$236.70
01/09/20	Brian S. Rosen	210	Telephone call M. Dale regarding tolling issues (0.20); Review correspondence regarding same (0.40); Draft memorandum to M. Dale regarding same (0.10).	0.70	\$552.30
01/09/20	Elisa Carino	210	Review documents for responsiveness to ultra vires requests for production to assist J. Roche.	2.90	\$2,288.10

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Date	Timekeeper	Task	Description	Hours	Amount
01/09/20	Jennifer L. Roche	210	Analysis regarding claim objector request to participate in depositions (0.30); E-mails with M. Dale and C. Mazurek regarding same (0.10); Review and revise draft opposition to bondholders motion to compel (1.40); Analysis regarding proposed Spanish-language experts (1.00); E-mails with W. Dalsen and Committee counsel regarding deposition issues (0.10); E-mails with W. Dalsen regarding Board document review (0.10); E-mails regarding correspondence with Fiscal Agent regarding open discovery issues (0.10).	3.10	\$2,445.90
01/09/20	Carl Mazurek	210	Draft amended 30(b)(6) notices of deposition to ERS bondholders (1.80); Revise and finalize amended 30(b)(6) notices of deposition to ERS bondholders (1.20); Conduct research regarding scope of responses to interrogatories (1.30); Draft letter to opposing counsel regarding postponement of deposition schedule (0.70); Conduct research regarding rights of participation of defendants to claim objections (0.90).	5.90	\$4,655.10
01/09/20	Mee R. Kim	210	E-mails with A. Mohan regarding litigation strategy (0.10); Teleconference with A. Mohan regarding same (0.20); E-mails with M. Dale, M. Pocha and litigation team regarding same (0.20); E-mails with M. Dale and Board advisors regarding same (0.20); Teleconference with Board advisors regarding same (0.40); E-mails with M. Dale regarding same (0.50); E-mails with M. Dale and J. El Koury regarding same (0.20).	1.80	\$1,420.20

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Date	Timekeeper	Task	Description	Hours	Amount
01/09/20	Margaret A. Dale	210	E-mails with W. Dalsen and J. Roche regarding opposition to motion to compel (0.40); E-mails with N. Bassett and C. Mazurek regarding participants' rights in discovery (0.30); Analyze statute of limitations for avoidance claims for ERS (0.60); Review work product regarding ultra vires claim (2.40); Review ERS pleadings regarding post-Title III transfers (1.20); Teleconferences with B. Rosen and J. Levitan regarding negotiations with bondholders regarding appeal/extension of tolling (0.50); Teleconference with bondholder counsel regarding appeal/extension of tolling (0.50); Communications with P. Friedman regarding negotiations with bondholders regarding appeal/extension of tolling (0.30).	6.20	\$4,891.80
01/09/20	Jeffrey W. Levitan	210	Conference M. Dale regarding tolling, experts, discovery (0.20); Review e-mails regarding discovery, tolling (0.20); Teleconference J. Esses regarding tolling, claims objections (0.20).	0.60	\$473.40
01/10/20	Timothy W. Mungovan	210	E-mails with C. Febus and M. Dale regarding discussions with expert (0.20).	0.20	\$157.80
01/10/20	William D. Dalsen	210	Call with M. Dale regarding opposition to motion to compel ERS to provide further answers to interrogatories (0.20); Correspondence with counsel to AAFAF regarding opposition to motion to compel against ERS (0.40); Correspondence with counsel to Special Claims Committee regarding deposition scheduling matters (0.20); Call with M. Dale regarding motion to expedite appeal 926 and reply on motion to compel (0.30); Correspondence with counsel to SCC regarding motion to compel and docketing matters (0.40); Correspondence with L. Geary regarding finalization of opposition to motion to compel for filing (0.20); Correspondence with local counsel regarding filing of opposition to motion to compel (0.30); Correspondence with fiscal agent regarding request for additional information pending motion to compel (0.40).	2.40	\$1,893.60



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Date	Timekeeper	Task	Description	Hours	Amount
01/10/20	Margaret A. Dale	210	Communications with B. Rosen and J. Levitan regarding negotiations with bondholders concerning appellate briefing and tolling of statute of limitations (0.60); E-mails and teleconference with bondholders' counsel regarding appellate briefing and tolling of statute of limitations (0.50); Review and finalize ERS opposition to motion to compel (1.20); E-mails and teleconference with W. Dalsen and J. Roche regarding opposition to motion to compel (0.50); Call and e-mails with C. Febus and R. Kim regarding expert retention (0.50); Review current certification required by contractors for Board and list of interested parties (0.80); E-mails with expert regarding retention (0.30); E-mails with expert counsel regarding retention (0.30); Review resumes of Spanish-language expert (0.40).	5.10	\$4,023.90
01/10/20	Mee R. Kim	210	Teleconferences with M. Dale regarding litigation strategy (0.20); E-mails with M. Dale regarding same (0.30); E-mails with M. Dale and C. Febus regarding same (0.20).	0.70	\$552.30
01/10/20	Jennifer L. Roche	210	Analysis regarding ultra vires issues and memoranda addressing bond issuances (0.70); Conferences and e-mails with E. Carino regarding Board document review regarding ultra vires issues (0.30); E-mails with W. Dalsen and M. Dale regarding search term corrections (0.10); E-mail with Committee and AAFAF counsel regarding search term corrections (0.10); Review fiscal agent proposal regarding its document search and review (0.10); E-mails with AAFAF counsel regarding opposition to motion to compel (0.10); Review current opposition brief (0.20); Coordinate review of additional document productions (0.20).	1.80	\$1,420.20
01/10/20	Elisa Carino	210	Review documents for responsiveness to updated search terms to assist J. Roche.	3.40	\$2,682.60
01/10/20	Steven O. Weise	210	Review issues regarding discovery on ultra vires issues.	1.40	\$1,104.60
01/10/20	Chantel L. Febus	210	Communications with M. Dale and R. Kim regarding expert for ERS matter.	0.30	\$236.70

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Date	Timekeeper	Task	Description	Hours	Amount
01/10/20	Chantel L. Febus	210	Call with M. Dale regarding draft engagement letters, attachments and communications regarding retention of expert for ERS matter.	0.20	\$157.80
01/10/20	Chantel L. Febus	210	Review draft engagement letters, attachments and related communications from M. Dale regarding retention of expert for ERS matter.	1.80	\$1,420.20
01/10/20	Chantel L. Febus	210	Communications with T. Mungovan and M. Dale regarding expert for ERS matter.	0.20	\$157.80
01/11/20	Steven O. Weise	210	Review issues regarding discovery on ultra vires issues.	2.30	\$1,814.70
01/12/20	William D. Dalsen	210	Correspondence with M. Dale regarding motion hearing this week (0.10).	0.10	\$78.90
01/13/20	Margaret A. Dale	210	E-mails with M. Pocha regarding transfer of money from ERS to Commonwealth (0.20); Communications with B. Rosen and J. Levitan regarding statute of limitations and potential additional tolling (0.50); Teleconference with J. Cunningham regarding same (0.20); Conference call with expert regarding retention (0.50); Teleconference with R. Kim regarding expert retention (0.20); E-mails with J. El Koury regarding expert (0.20).	1.80	\$1,420.20
01/13/20	Mee R. Kim	210	Teleconference with Board advisors and M. Dale regarding lien scope litigation strategy (0.30); Teleconference with M. Dale regarding same (0.10); E-mails with M. Dale regarding same (0.30).	0.70	\$552.30
01/13/20	Carl Mazurek	210	Collect and index motion to compel briefing (0.20); Review draft of reply in support of motion to compel production of documents (0.40); Review documents produced in connection with ultra vires and lien scope litigation (5.30).	5.90	\$4,655.10
01/13/20	Brian S. Rosen	210	Telephone call with J. Cunningham regarding tolling issues (0.20); Draft memorandum to M. Dale regarding same (0.10); Review P. Friedman memorandum regarding same (0.10).	0.40	\$315.60
01/13/20	Jeffrey W. Levitan	210	Review e-mails, teleconference M. Dale regarding tolling.	0.50	\$394.50

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Date	Timekeeper	Task	Description	Hours	Amount
01/13/20	Jennifer L. Roche	210	Review M. Pocha letter and W. Dalsen proposed edits regarding ERS document search proposals (0.20); Analysis regarding ultra vires, notice, and translation issues (4.20); E-mail with W. Dalsen and M. Dale regarding same (0.10); Review and revise draft opposition to motion to compel (1.00).	5.50	\$4,339.50
01/14/20	Jennifer L. Roche	210	Analysis regarding ultra vires issues and documents supporting ERS position (1.70); E-mail to B. Rosen, J. Levitan and J. Esses regarding same (0.20); Review proposed edits and revision to reply in support of motion to compel bondholder discovery (0.50); E-mails with W. Dalsen and M. Dale regarding same (0.10); Conference with J. Esses regarding UBS state Court litigation issues related to bondholder litigation (0.10); Review draft letter to bondholders regarding open discovery issues (0.10).	2.70	\$2,130.30
01/14/20	Margaret A. Dale	210	Conference and e-mails with M. Bienenstock and B. Rosen regarding additional tolling of statute of limitations (0.50); E-mails with clients regarding additional tolling of statute of limitations (0.20); Communications with P. Friedman regarding additional tolling of statute of limitations on avoidance claims between ERS and Commonwealth (0.30); Teleconferences with J. Cunningham and B. Rosenblum regarding additional tolling of statute of limitations on avoidance claims and joint motion for briefing schedule in First Circuit (0.50); Review draft joint motion for briefing schedule and stipulation to extend statute of limitations (0.30); E-mails with Proskauer team regarding same (0.20); E-mails with P. Friedman and C. Steege regarding briefing schedule (0.20).	2.20	\$1,735.80
01/14/20	Brian S. Rosen	210	Telephone M. Dale regarding tolling, briefing, and 926 appeal (0.20); Review correspondence regarding same (0.30).	0.50	\$394.50
01/14/20	Carl Mazurek	210	Review and summarize communications with ERS bondholders regarding agreed search terms.	0.60	\$473.40
01/14/20	William D. Dalsen	210	Correspondence with team regarding joint informative motion (0.10); Draft argument outline for discovery hearing tomorrow (2.10).	2.20	\$1,735.80

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Date	Timekeeper	Task	Description	Hours	Amount
01/15/20	William D. Dalsen	210	Prepare for oral argument concerning discovery motions (5.80).	5.80	\$4,576.20
01/15/20	Mee R. Kim	210	E-mails with M. Dale regarding lien scope litigation strategy (0.30); E-mails with M. Dale and Board advisors regarding same (0.40).	0.70	\$552.30
01/15/20	Carl Mazurek	210	Review documents produced in connection with ultra vires and lien scope litigation.	1.10	\$867.90
01/15/20	Brian S. Rosen	210	Review J. Levitan memorandum regarding defenses (0.10); Draft memorandum to J. Levitan regarding same (0.10); Conference J. Levitan regarding same (0.20).	0.40	\$315.60
01/15/20	Margaret A. Dale	210	Review motion papers on affirmative motion to compel documents from bondholders (1.20); Review motion papers on defensive motion to compel interrogatory responses from ERS (0.80); Review bondholders' proposal regarding subpoena to Hector Mayol (0.20); E-mails with Retiree Committee, AAFAF, W. Dalsen regarding response to bondholders proposal (0.30); Conference call with bondholders and Retiree Committee, AAFAF regarding resolution of subpoena to Hector Mayol (0.20); Teleconference with M. Root of Retiree Committee regarding proposal (0.10); Teleconference with J. El Koury regarding expert (0.10).	2.90	\$2,288.10
01/15/20	Jeffrey W. Levitan	210	Review tolling stipulation and motion, e-mail M. Dale regarding same (0.30); Review e-mails regarding tolling (0.20); E-mail B. Rosen regarding laches (0.20); Conference J. Esses regarding tolling (0.10); Review summary of discovery hearing, e-mail M. Dale regarding same (0.50).	1.30	\$1,025.70
01/15/20	Jennifer L. Roche	210	Review bondholder correspondence regarding proposed search terms (0.20); E-mail with claim objector regarding request for document productions (0.10); Analysis of ultra vires issues and potential expert needs (2.50); E-mails with W. Dalsen regarding actions in response to motion to compel ruling (0.20).	3.00	\$2,367.00

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01/16/20	Jeffrey W. Levitan	210	Review e-mails, conference J. Esses, teleconference M. Dale regarding tolling (0.50); Review motion, conference J. Esses, regarding tolling (0.40); E-mail W. Dalsen regarding tolling (0.20); Participate in call regarding experts (0.40); Conference M. Dale regarding experts (0.20); Teleconference W. Dalsen regarding discovery (0.20).	1.90	\$1,499.10
01/16/20	Jennifer L. Roche	210	Analysis regarding bondholders letters and search terms (0.40); E-mails with W. Dalsen and C. Mazurek regarding bondholder discovery response issues (0.20); Review letter regarding same (0.20); Conference with Committee and AAFAF counsel regarding potential experts (0.50); Follow-up conference with W. Dalsen regarding expert and discovery issues (0.30); Analysis and e-mail with W. Dalsen regarding potential additional deposition topics (0.20).	1.80	\$1,420.20
01/16/20	Margaret A. Dale	210	E-mails regarding Spanish-language expert (0.20); E-mails with expert regarding expert retention (0.30); Revise stipulation regarding tolling of avoidance claims between debtors and other governmental entities (0.70); Analysis regarding expert retention (0.50); E-mails with W. Dalsen regarding additional expert retentions (0.30); E-mails with W. Dalsen and C. Mazurek regarding bondholder purchase dates (0.20); E-mails with team regarding search term issue (0.10); Finalize stipulation between ERS and Commonwealth regarding tolling of statute of limitations (0.30); E-mails with O'Melveny and W. Dalsen regarding responses to ERS interrogatories in light of discovery hearing (0.20).	2.80	\$2,209.20

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01/16/20	William D. Dalsen	210	Correspondence with committees and government parties regarding expert matters (0.10); Correspondence with team regarding tolling stipulation for avoidance claims (0.20); Correspondence with team regarding deposition matters (0.10); Correspondence with team regarding ERS supplemental responses to interrogatories (0.20); Call with committees and government parties regarding selection of experts for ultra vires and lien scope litigation (0.50); Call with J. Roche regarding experts in ERS ultra vires and lien scope litigation (0.30); Correspondence with team regarding experts (0.50); Revise draft correspondence to bondholders regarding depositions and scheduling matters (1.80).	3.70	\$2,919.30
01/16/20	Carl Mazurek	210	Review documents produced in connection with ultra vires and lien scope litigation (0.40); Draft summary of documents review in connection with ultra vires and lien scope litigation (1.50).	1.90	\$1,499.10
01/17/20	Carl Mazurek	210	Review ERS bondholders' supplementary responses to interrogatories.	0.50	\$394.50
01/17/20	Mee R. Kim	210	E-mails with M. Dale and Board advisors regarding lien scope litigation strategy (0.30).	0.30	\$236.70
01/17/20	Jennifer L. Roche	210	E-mails and conference with W. Dalsen regarding discovery issues (0.30); Review bondholder and fiscal agent letters regarding scheduling and purchase dates (0.20); Analysis regarding purchase dates and impact on bondholder claims (0.20); E-mails with M. Dale, B. Rosen and J. Esses regarding same (0.10).	0.80	\$631.20
01/18/20	William D. Dalsen	210	Correspondence with team regarding discovery matters (0.10); Call with M. Dale and counsel to Retiree Committee regarding discovery matters (0.50).	0.60	\$473.40
01/21/20	Steven O. Weise	210	Review of tracing issues.	0.90	\$710.10

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Date	Timekeeper	Task	Description	Hours	Amount
01/21/20	Margaret A. Dale	210	Review updated Mayol declaration (0.30); E-mails with W. Dalsen regarding Mayol declaration (0.10); E-mails with J. Roche and W. Dalsen regarding schedule for lien scope/ultra vires proceedings (0.20); Teleconference with J. Levitan regarding schedule (0.20); E-mails with J. Roche and W. Dalsen regarding scope of participants rights in discovery proceedings (0.20).	1.00	\$789.00
01/21/20	Jeffrey W. Levitan	210	Conference M. Dale regarding tracing experts.	0.50	\$394.50
01/21/20	Brian S. Rosen	210	Review correspondence regarding ERS litigation discovery (0.30).	0.30	\$236.70
01/21/20	Jennifer L. Roche	210	Analysis regarding participants' request for documents and regarding depositions (0.20); E-mails with W. Dalsen, M. Dale and Committee counsel regarding same (0.20); Analysis regarding potential revision to litigation schedule (1.10); E-mails with W. Dalsen and M. Dale regarding scheduling issues (0.20); Review M. Pocha letter to bondholders regarding discovery issues (0.10).	1.80	\$1,420.20
01/21/20	William D. Dalsen	210	Correspondence with M. Zerjal regarding ERS scheduling matters (0.10); Correspondence with counsel to AAFAF regarding scheduling matters (0.10).	0.20	\$157.80
01/22/20	William D. Dalsen	210	Correspondence with M. Dale and J. Roche regarding scheduling matters (0.30); Review draft proposed schedule for ERS litigation matters (0.20); Correspondence with M. Dale and J. Roche regarding draft proposed schedule (0.30).	0.80	\$631.20

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Date	Timekeeper	Task	Description	Hours	Amount
01/22/20	Margaret A. Dale	210	Meet with J. El Koury regarding expert and new law (0.20); Conference with J. Levitan regarding tracing expert issues/appeal of trustee motion (0.20); Teleconference with P. Possinger regarding ERS status (0.20); Review bondholder e-mail regarding Mayol declaration and additional conditions (0.10); E-mails with L. Raiford, W. Dalsen and M. Pocha regarding Mayol declaration (0.50); Teleconference with J. Roche regarding revised discovery schedule/tracing expert (0.50); Conference call with A. Bongartz and J. Roche regarding notices of participation and rights regarding same (0.20); E-mails with J. El Koury, E. Trigo and I. Vincentry regarding Puerto Rico withholding tax issues (0.50); Conference call with bondholders, UCC, Retirees, SCC, AAFAF and Board counsel to discuss revisions to discovery schedule (0.30); E-mails with B. Rosen, J. Roche and W. Dalsen regarding alternative schedules to resolve lien scope and ultra vires issues (0.50); E-mails with expert general counsel regarding retention (0.10).	3.30	\$2,603.70
01/22/20	Brian S. Rosen	210	Teleconference with M. Dale regarding expert (0.10); Review ERS discovery correspondence (0.40); Review J. Roche memorandum regarding ERS schedule (0.10); Draft memorandum to J. Roche regarding same (0.10); Review J. Roche memorandum regarding same (0.10).	0.80	\$631.20
01/22/20	Paul Possinger	210	Discuss status and litigation schedule with M. Dale (0.20).	0.20	\$157.80
01/22/20	Jeffrey W. Levitan	210	Conference M. Dale regarding experts, discovery.	0.20	\$157.80



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Date	Timekeeper	Task	Description	Hours	Amount
01/22/20	Jennifer L. Roche	210	Prepare for conference with bondholders regarding scheduling issues (0.30); E-mails with W. Dalsen and M. Dale regarding same (0.10); Conference with bondholders regarding litigation schedule (0.30); Conference with M. Dale and A. Bongartz regarding schedule and procedures order (0.50); Prepare for conference with potential finance expert (0.50); Conference with potential finance expert (0.60); Follow-up conference with C. Mazurek regarding expert call (0.10); Analysis regarding procedures orders and potential revision to litigation schedule (1.00); E-mails with M. Dale and W. Dalsen regarding scheduling issues (0.20); E-mail with B. Rosen regarding revised schedule (0.10).	3.70	\$2,919.30
01/23/20	Brian S. Rosen	210	Review ERS schedule (0.10); Office conference with M. Dale regarding same (0.10); Draft memorandum to J. Roche regarding revisions (0.10); Review correspondence regarding same (0.10).	0.40	\$315.60
01/23/20	Jennifer L. Roche	210	Conference with M. Dale regarding revised litigation schedule (0.10); Analysis regarding schedule (1.20); E-mails with B. Rosen regarding schedule (0.10); E-mails with AAFAF counsel regarding schedule (0.10); Prepare for conference with expert (0.50); Conference with potential finance expert (0.60); Follow-up analysis regarding expert qualifications (0.40); Conference with W. Dalsen regarding discovery issues (0.30); E-mails with M. Dale regarding expert issues (0.10).	3.40	\$2,682.60
01/23/20	Margaret A. Dale	210	Meet with P. Friedman regarding expert (0.20); Teleconferences and e-mails with expert general counsel regarding retention (0.40); E-mails with client regarding new Puerto Rico law regarding withholding tax issues and registration of contracts (0.30); E-mails with B. Rosen, W. Dalsen and J. Roche regarding revised litigation schedule (0.20).	1.10	\$867.90

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Date	Timekeeper	Task	Description	Hours	Amount
01/24/20	Margaret A. Dale	210	Conference call regarding Spanish-language expert with Proskauer litigation team (0.80); Teleconferences with expert regarding retention (0.20); E-mails with expert and AAFAF to coordinate (0.20).	1.20	\$946.80
01/24/20	Jennifer L. Roche	210	Analysis regarding potential experts on ultra vires issues (0.30); E-mail with M. Dale, W. Dalsen and C. Mazurek regarding same (0.10); Conference with M. Dale, W. Dalsen and C. Mazurek regarding experts and other discovery issues (0.60); E-mails with AAFAF and Committee counsel regarding revised litigation schedule (0.20); Correspondence with bondholder counsel regarding ERS discovery (0.10).	1.30	\$1,025.70
01/24/20	Mee R. Kim	210	Discussions with M. Dale regarding lien scope litigation strategy (0.10); E-mail with M. Dale and other Proskauer attorneys regarding same (0.10); E-mails with M. Dale, M. Pocha, and J. Esses regarding same (0.20).	0.40	\$315.60
01/26/20	Mee R. Kim	210	E-mails with M. Dale, J. Esses, M. Pocha and Board advisors regarding lien scope litigation strategy.	0.20	\$157.80
01/26/20	Carl Mazurek	210	Summarize and analyze arguments regarding translation and interpretation of ERS Enabling Act.	2.20	\$1,735.80
01/27/20	Margaret A. Dale	210	Conference call with expert, M. Pocha and O'Melveny team, and Proskauer team to discuss tracing work (0.60); E-mails with R. Kim regarding protective order and documents for expert (0.30); Address issues with client regarding expert retention (0.40); Address issues with expert regarding retention (0.30).	1.60	\$1,262.40

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Date	Timekeeper	Task	Description	Hours	Amount
01/27/20	Mee R. Kim	210	E-mails with M. Dale, J. Esses, O'Melveny attorneys and Board advisors regarding lien scope litigation strategy (0.20); Teleconference with M. Dale, J. Esses, O'Melveny attorneys and Board advisors regarding same (0.50); Teleconference regarding M. Dale regarding same (0.10); E-mails with M. Pocha and A. Mohan regarding same (0.20); E-mails with common interest counsel regarding claim objection informative motion (0.30); E-mails with M. Dale and J. Esses regarding Board advisor information (0.30); E-mails with J. Esses regarding protective order (0.10); E-mails with Board advisors regarding protective order (0.20); Review supporting information for litigation strategy (0.30); E-mails with M. Dale and Board advisors regarding litigation strategy (0.40); E-mails with M. Dale and J. El Koury regarding same (0.40); E-mail M. Dale, W. Dalsen and C. Mazurek regarding same (0.20).	3.20	\$2,524.80
01/27/20	Chantel L. Febus	210	Communications with R. Kim and M. Dale regarding ERS expert (0.30); Review contract related to same (0.30).	0.60	\$473.40
01/28/20	Mee R. Kim	210	E-mails with M. Dale and Board advisor regarding lien scope litigation strategy (0.70); E-mails with J. El Koury and M. Dale regarding same (0.70); E-mails with M. Dale regarding same (0.20); E-mails with M. Dale, W. Dalsen, C. Mazurek, and S. Schaefer regarding same (0.20); Teleconferences with S. Schaefer regarding same (0.50); E-mails with S. Schaefer regarding same (0.30); E-mails with M. Dale and S. Schaefer regarding same (0.20); Teleconference with M. Dale regarding same (0.10); E-mails with M. Dale and J. Esses regarding same (0.30); E-mails with M. Dale, J. Esses, M. Pocha, O'Melveny attorneys, and Board advisors regarding upcoming conferences (0.10).	3.30	\$2,603.70
01/28/20	Margaret A. Dale	210	Finalize expert retention/conflicts and documentation (0.50); Conference call with Board advisors regarding expert retention (0.40); E-mails with R. Kim regarding expert documentation (0.20); E-mails with O'Melveny regarding tracing work (0.20).	1.30	\$1,025.70

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Date	Timekeeper	Task	Description	Hours	Amount
01/28/20	Carl Mazurek	210	Review and collect documents for tracing analysis expert.	1.50	\$1,183.50
01/28/20	Jennifer L. Roche	210	Analysis regarding ultra vires issues and statutory interpretation (0.80); Analysis regarding issues expert on translation and finance issues (1.00).	1.80	\$1,420.20
01/29/20	Jennifer L. Roche	210	Analysis regarding bondholders' proposed revised litigation schedule and draft counterproposal (1.40); E-mails with M. Dale and W. Dalsen regarding same (0.20); Conference with M. Dale regarding strategy regarding schedule (0.10); E-mails with Committee counsel and W. Dalsen regarding revised schedule (0.10); E-mail with B. Rosen, J. Levitan and J. Esses regarding proposed schedule (0.10); E-mail with AAFAF counsel regarding proposed schedule (0.20).	2.10	\$1,656.90
01/29/20	Mee R. Kim	210	E-mails with M. Dale, J. Esses, M. Pocha, O'Melveny attorneys, and Board advisors regarding upcoming conferences (0.40); E-mails with M. Dale and Proskauer attorneys regarding same (0.10); E-mails with M. Dale and J. Esses regarding same (0.20); E-mails with M. Pocha and A. Mohan regarding documents produced to bondholders (0.20); Teleconference with A. Mohan regarding same (0.10); E-mails with A. Mohan regarding same (0.20); Draft memorandum regarding lien-scope litigation strategy (0.80); E-mails with M. Dale regarding same (1.30); Teleconferences with M. Dale regarding same (0.50); E-mails with M. Dale and J. El Koury regarding same (0.40); E-mails with M. Dale and Board advisors regarding same (0.40); E-mails with S. Schaefer regarding Board advisor documents (0.30); E-mails with C. Mazurek regarding same (0.10).	5.00	\$3,945.00
01/29/20	Margaret A. Dale	210	Teleconference and e-mails with R. Kim regarding revised documentation for expert retention (0.50); Review revised documentation for expert retention (0.80); Communications with Board advisors regarding documentation for expert (0.20); Review bondholder proposal regarding schedule (0.20); E-mails with W. Dalsen, M. Pocha and J. Roche regarding revised schedule and deposition strategy (0.40).	2.10	\$1,656.90

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Date	Timekeeper	Task	Description	Hours	Amount
01/30/20	Jeffrey W. Levitan	210	Conference with M. Dale regarding discovery, effect of 552 decision (0.20); Analyze 552 decision for effect on litigation (0.40); E-mail with J. Roche regarding lien scope (0.10).	0.70	\$552.30
01/30/20	Mee R. Kim	210	E-mails with M. Dale, M. Pocha and J. Esses regarding February 4-5 conferences (0.20); E-mails with M. Dale, J. Esses, O'Melveny attorneys and Board advisors regarding same (0.20); E-mails with M. Dale and Board advisors regarding litigation strategy (0.40); E-mails with M. Dale and J. El Koury regarding same (0.20); E-mails with M. Dale regarding same (0.10).	1.10	\$867.90
01/30/20	Steven O. Weise	210	Review of proceeds issues.	1.30	\$1,025.70
01/31/20	Margaret A. Dale	210	E-mails with expert to finalize retention (0.20); Teleconference with R. Kim regarding expert certification issues (0.20); Conference call with J. Roche, W. Dalsen, C. Mazurek, P. Friedman, M. Pocha to discuss deposition strategy (0.50); E-mails with bondholder counsel regarding revised draft of schedule (0.20); E-mails with R. Kim regarding materials for tracing expert (0.30); Review disclosure statement regarding ERS issues (1.50).	2.90	\$2,288.10
01/31/20	Mee R. Kim	210	E-mails with J. Esses regarding upcoming ERS conference (0.10); E-mails with M. Dale and J. El Koury regarding litigation strategy (0.10); E-mails with M. Dale and Board advisors regarding same (0.30); Teleconference with M. Dale regarding same (0.20); Teleconference with M. Pocha regarding same (0.10); E-mails with M. Pocha and A. Mohan regarding same (0.40); E-mail with M. Dale and W. Dalsen regarding same (0.10); Teleconference with S. Schaefer regarding same (0.20); E-mails with S. Schaefer and E. Chernus regarding same (0.20); Teleconference with E. Chernus regarding same (0.10); Review documents and information for upcoming ERS conference (2.30); Teleconference with J. Esses regarding same (0.10); E-mails with M. Dale, J. Esses, O'Melveny attorneys and Board advisors regarding same (0.40).	4.60	\$3,629.40

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Date	Timekeeper	Task	Description	Hours	Amount
01/31/20	William D. Dalsen	210	Call with M. Dale regarding ultra vires and lien scope case status and next steps (0.20); Correspondence with team regarding draft appellee responsive brief in Section 926 appeal, ERS case status, and next steps (0.60).	0.80	\$631.20
<b>Analysis and Strategy</b>				<b>243.50</b>	<b>\$192,121.50</b>

**Non-Working Travel Time -- 211**

Date	Timekeeper	Task	Description	Hours	Amount
01/15/20	Margaret A. Dale	211	Travel from New York to Boston for hearing on motions to compel and travel back to New York (Total travel time is 6.00 hours).	3.00	\$2,367.00
<b>Non-Working Travel Time</b>				<b>3.00</b>	<b>\$2,367.00</b>

**General Administration -- 212**

Date	Timekeeper	Task	Description	Hours	Amount
01/02/20	Olaide M. Adejobi	212	Organize ERS discovery materials per W. Dalsen.	0.60	\$162.00
01/03/20	Angelo Monforte	212	Review and revise citations to objections to ERS fiscal agent claims against Commonwealth and ERS per J. Esses (1.40); Conduct related research (0.40).	1.80	\$486.00
01/03/20	Angelo Monforte	212	Review and revise citations to objections to Puerto Rico Funds' claims against Commonwealth and ERS per J. Esses (1.60); Conduct related research (0.30).	1.90	\$513.00
01/06/20	Shealeen E. Schaefer	212	Confer with W. Dalsen regarding document productions and discovery task list.	0.20	\$54.00
01/06/20	Christopher M. Tarrant	212	Review and revise all six objection to ERS bondholder proofs of claims (2.70); E-file all with Court (1.00); E-mails with J. Esses regarding same (0.30).	4.00	\$1,080.00
01/06/20	Angelo Monforte	212	Draft table of contents and table of authorities to Board's supplemental objection to ERS Fiscal agent claim per J. Esses (1.40); Prepare exhibits for filing regarding same per J. Esses (0.70).	2.10	\$567.00
01/06/20	Olaide M. Adejobi	212	Compile discovery related correspondence per W. Dalsen.	0.10	\$27.00
01/07/20	Shealeen E. Schaefer	212	Review ERS production summary.	0.30	\$81.00
01/08/20	Olga Friedman	212	Review of ERS terms and run same.	1.60	\$624.00

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Date	Timekeeper	Task	Description	Hours	Amount
01/09/20	Shealeen E. Schaefer	212	E-mail with eDiscovery regarding status of discovery tasks including download of copies of recent productions to shared database.	0.20	\$54.00
01/10/20	Shealeen E. Schaefer	212	Confer with C. Mazurek regarding document productions.	0.20	\$54.00
01/10/20	Shealeen E. Schaefer	212	Review depositions subpoenas served by Jones Day.	0.20	\$54.00
01/10/20	Shealeen E. Schaefer	212	Draft master document tracking discovery, document productions and associated correspondence.	2.30	\$621.00
01/10/20	Shealeen E. Schaefer	212	Update case records to incorporate discovery materials and associated correspondence.	0.80	\$216.00
01/10/20	Olga Friedman	212	Review and analysis of ERS bondholder ultra vires terms (1.40).	1.40	\$546.00
01/10/20	Laura M. Geary	212	Cite-check (1.70); Create table of authorities (0.90); Create table of contents for opposition to bondholders' motion to compel interrogatories per W. Dalsen (0.70).	3.30	\$891.00
01/10/20	Yvonne O. Ike	212	Conference with E. Carino and O. Friedman regarding search terms for J. Roche (0.40); Test search terms in Relativity (0.50).	0.90	\$351.00
01/10/20	Olaide M. Adejobi	212	Organize ERS discovery correspondence.	0.40	\$108.00
01/10/20	Eric R. Chernus	212	Send received productions to vendor with loading and foldering instructions (0.70); Create cross reference file for received production documents with metadata fields and control numbers per case team request (0.60).	1.30	\$351.00
01/11/20	Shealeen E. Schaefer	212	Locate and forward omnibus hearing transcript to W. Dalsen.	0.20	\$54.00
01/11/20	Shealeen E. Schaefer	212	Review e-mails from W. Dalsen regarding upcoming depositions and discovery matters.	0.10	\$27.00
01/13/20	Laura M. Geary	212	Organize and compile ERS motions to compel for use at hearing per M. Dale.	1.10	\$297.00
01/13/20	Shealeen E. Schaefer	212	Review Puerto Rico Funds privilege log.	0.30	\$81.00
01/13/20	Shealeen E. Schaefer	212	E-mail to O. Adejobi regarding deposition calendar.	0.10	\$27.00
01/13/20	Shealeen E. Schaefer	212	Review database to verify load status of document productions.	0.30	\$81.00
01/13/20	Shealeen E. Schaefer	212	Review and index document productions.	4.90	\$1,323.00
01/13/20	Shealeen E. Schaefer	212	Review deposition calendar.	0.20	\$54.00
01/13/20	Christopher M. Tarrant	212	Review procedural order entered by Court regarding January 15 hearing (0.30); Draft informative motion (0.60); E-mail to M. Dale and W. Dalsen regarding same (0.20).	1.10	\$297.00



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Date	Timekeeper	Task	Description	Hours	Amount
01/13/20	Olaide M. Adejobi	212	Update ERS deposition calendar per amended notices and subpoenas.	0.90	\$243.00
01/14/20	Olaide M. Adejobi	212	Call with S. Schaefer regarding preparation for upcoming depositions (0.20); Call with L. Silvestro and prepare for upcoming depositions (0.30); Update ERS deposition calendar (0.60).	1.10	\$297.00
01/14/20	Eric R. Chernus	212	Create updated metadata cross reference documents for specified productions (0.60); Review production access and reach out to case team for instructions on loading and foldering of received productions (0.30).	0.90	\$243.00
01/14/20	Dennis T. McPeck	212	Compile and organize all documents for discovery motions per L. Geary.	2.00	\$540.00
01/14/20	Shealeen E. Schaefer	212	Coordinate discovery tasks including e-mails and discussions with attorney team and eDiscovery regarding document productions and processing of materials to discovery platform.	0.60	\$162.00
01/14/20	Shealeen E. Schaefer	212	E-mails with W. Dalsen regarding document productions and depositions.	0.20	\$54.00
01/14/20	Shealeen E. Schaefer	212	Confer with O. Adejobi regarding deposition calendar.	0.20	\$54.00
01/14/20	Shealeen E. Schaefer	212	Review and index document productions.	3.30	\$891.00
01/14/20	Shealeen E. Schaefer	212	Coordinate discovery tasks including e-mails and discussions with attorney team and eDiscovery regarding document productions and processing of materials to discovery platform.	0.70	\$189.00
01/14/20	Shealeen E. Schaefer	212	Review notices and correspondence regarding upcoming depositions.	0.20	\$54.00
01/14/20	Shealeen E. Schaefer	212	Download production received from O'Melveny.	0.20	\$54.00
01/14/20	Laura M. Geary	212	Organize and compile compel motions for use at ERS discovery hearing per W. Dalsen.	0.90	\$243.00
01/15/20	Shealeen E. Schaefer	212	Review and index document productions.	1.60	\$432.00
01/16/20	Shealeen E. Schaefer	212	Review written discovery and initial disclosures served by parties.	0.90	\$243.00
01/16/20	Shealeen E. Schaefer	212	Review and index document productions.	3.20	\$864.00
01/16/20	Shealeen E. Schaefer	212	E-mails with W. Dalsen regarding deposition schedule.	0.10	\$27.00
01/17/20	Shealeen E. Schaefer	212	Review and index document productions.	2.80	\$756.00
01/17/20	Shealeen E. Schaefer	212	Review recent Court filings and written discovery.	0.70	\$189.00
01/17/20	Shealeen E. Schaefer	212	Review case database to verify incorporation of recent discovery materials.	0.70	\$189.00



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Date	Timekeeper	Task	Description	Hours	Amount
01/17/20	Shealeen E. Schaefer	212	Update production log.	0.30	\$81.00
01/17/20	Olaide M. Adejobi	212	Update ultra vires discovery folder.	0.20	\$54.00
01/19/20	Julia L. Sutherland	212	Review and compile objections to certain ERS bondholders' proofs of claim for review by M. Dale.	0.80	\$216.00
01/19/20	Lawrence T. Silvestro	212	Review and collect objections the Board filed with respect to bondholder claims (0.80).	0.80	\$216.00
01/21/20	Olaide M. Adejobi	212	Organize ERS discovery related documents.	0.20	\$54.00
01/21/20	Shealeen E. Schaefer	212	Review and index document productions.	2.40	\$648.00
01/21/20	Shealeen E. Schaefer	212	Update and organize case databases to incorporate discovery materials.	2.10	\$567.00
01/22/20	Shealeen E. Schaefer	212	Review and analyze recent productions to identify categories and types of documents produced.	3.10	\$837.00
01/22/20	Shealeen E. Schaefer	212	Review written discovery and initial disclosures served by parties.	0.70	\$189.00
01/22/20	Shealeen E. Schaefer	212	Review non-party subpoenas.	0.40	\$108.00
01/22/20	Shealeen E. Schaefer	212	Update and organize case database to incorporate additional materials.	1.30	\$351.00
01/22/20	Olaide M. Adejobi	212	Organize discovery correspondence per W. Dalsen.	0.10	\$27.00
01/24/20	Lawrence T. Silvestro	212	Review ERS deposition transcripts to record all exhibits entered (1.70).	1.70	\$459.00
01/24/20	Shealeen E. Schaefer	212	Review bondholders' supplemental response to interrogatory no. 17.	0.20	\$54.00
01/24/20	Shealeen E. Schaefer	212	Review Jones Day correspondence regarding Bondholders' production.	0.10	\$27.00
01/24/20	Shealeen E. Schaefer	212	Update case records to incorporate discovery materials and associated correspondence.	0.90	\$243.00
01/24/20	Shealeen E. Schaefer	212	Update production tracker.	0.30	\$81.00
01/24/20	Eric R. Chernus	212	Provide background data on received production for loading and tracking purposes (0.30).	0.30	\$81.00
01/27/20	Eric R. Chernus	212	Send received production to vendor with loading and foldering instructions (0.40).	0.40	\$108.00
01/27/20	Olaide M. Adejobi	212	Organize ERS correspondence per J. Roche.	0.30	\$81.00
01/27/20	Shealeen E. Schaefer	212	Coordinate discovery tasks including e-mails and discussions with attorney team and eDiscovery regarding document productions.	1.40	\$378.00
01/27/20	Shealeen E. Schaefer	212	Update production tracker and index.	2.10	\$567.00
01/27/20	Shealeen E. Schaefer	212	Review and analyze discovery history in action for incorporation into indices and database.	3.20	\$864.00

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Date	Timekeeper	Task	Description	Hours	Amount
01/28/20	Shealeen E. Schaefer	212	Coordinate discovery matters including discussions with attorneys, IT and eDiscovery regarding access to materials via shared portals and processing of materials for load to discovery platform.	1.10	\$297.00
01/28/20	Shealeen E. Schaefer	212	Review productions to identify potential expert materials.	1.30	\$351.00
01/28/20	Shealeen E. Schaefer	212	Update master production index to include additional information regarding custodians and document details.	3.60	\$972.00
01/28/20	Shealeen E. Schaefer	212	Confer with eDiscovery and attorneys regarding document productions in action.	0.90	\$243.00
01/28/20	Eric R. Chernus	212	Send received production to vendor with loading and foldering directions (0.40); Quality-control load and provide additional instructions to vendor for organization (0.30).	0.70	\$189.00
01/28/20	Eric R. Chernus	212	Review database users and access levels (0.60); Send updated user list and request access to vendor and case team (0.30).	0.90	\$243.00
01/29/20	Olaide M. Adejobi	212	Update ERS deposition calendar.	0.10	\$27.00
01/29/20	Shealeen E. Schaefer	212	Coordinate discovery matters including conversations with attorneys and IT regarding creation of shared portal.	0.40	\$108.00
01/30/20	Shealeen E. Schaefer	212	Review bondholder productions.	1.60	\$432.00
01/31/20	Shealeen E. Schaefer	212	Review bondholder and non-party productions .	1.40	\$378.00
01/31/20	Shealeen E. Schaefer	212	Update master production index to include additional information regarding materials produced.	1.90	\$513.00
01/31/20	Eric R. Chernus	212	Upload new received production to vendor with foldering instructions (0.40); Download PDFs of received production and folder for case team (0.50).	0.90	\$243.00
01/31/20	Olaide M. Adejobi	212	Update ERS deposition calendar and circulate to team per W. Dalsen.	0.20	\$54.00
<b>General Administration</b>				<b>91.40</b>	<b>\$25,146.00</b>

**Employment and Fee Applications -- 218**

Date	Timekeeper	Task	Description	Hours	Amount
01/21/20	Natasha Petrov	218	Revise interim fee application.	0.40	\$108.00
01/27/20	Natasha Petrov	218	Analyze December monthly statement for Proskauer interim fee application (0.20); Calculations regarding same (0.30); Continue drafting interim fee application (0.30).	0.80	\$216.00

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**Employment and Fee Applications**

**1.20**

**\$324.00**

**Total for Professional Services**

**\$319,380.90**

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
BRIAN S. ROSEN	PARTNER	11.40	789.00	\$8,994.60
CHANTEL L. FEBUS	PARTNER	6.10	789.00	\$4,812.90
JEFFREY W. LEVITAN	PARTNER	15.70	789.00	\$12,387.30
KEVIN J. PERRA	PARTNER	0.30	789.00	\$236.70
MARGARET A. DALE	PARTNER	62.90	789.00	\$49,628.10
MICHAEL A. FIRESTEIN	PARTNER	1.10	789.00	\$867.90
MICHAEL R. HACKETT	PARTNER	1.60	789.00	\$1,262.40
PAUL POSSINGER	PARTNER	0.20	789.00	\$157.80
STEPHEN L. RATNER	PARTNER	0.20	789.00	\$157.80
STEVEN O. WEISE	PARTNER	10.80	789.00	\$8,521.20
TIMOTHY W. MUNGOVAN	PARTNER	2.00	789.00	\$1,578.00
<b>Total for PARTNER</b>		<b>112.30</b>		<b>\$88,604.70</b>
JENNIFER L. ROCHE	SENIOR COUNSEL	48.30	789.00	\$38,108.70
<b>Total for SENIOR COUNSEL</b>		<b>48.30</b>		<b>\$38,108.70</b>
CARL MAZUREK	ASSOCIATE	61.30	789.00	\$48,365.70
ELISA CARINO	ASSOCIATE	10.70	789.00	\$8,442.30
JOSHUA A. ESSES	ASSOCIATE	20.80	789.00	\$16,411.20
LAURA STAFFORD	ASSOCIATE	1.20	789.00	\$946.80
MEE R. KIM	ASSOCIATE	28.60	789.00	\$22,565.40
WILLIAM D. DALSEN	ASSOCIATE	88.90	789.00	\$70,142.10
<b>Total for ASSOCIATE</b>		<b>211.50</b>		<b>\$166,873.50</b>
OLGA FRIEDMAN	E-DISCOVERY ATTORNEY	3.00	390.00	\$1,170.00
YVONNE O. IKE	E-DISCOVERY ATTORNEY	0.90	390.00	\$351.00
<b>Total for E-DISCOVERY ATTORNEY</b>		<b>3.90</b>		<b>\$1,521.00</b>
ANGELO MONFORTE	LEGAL ASSISTANT	5.80	270.00	\$1,566.00
CHRISTOPHER M. TARRANT	LEGAL ASSISTANT	5.10	270.00	\$1,377.00
DENNIS T. MCPECK	LEGAL ASSISTANT	2.00	270.00	\$540.00
JULIA L. SUTHERLAND	LEGAL ASSISTANT	0.80	270.00	\$216.00
LAURA M. GEARY	LEGAL ASSISTANT	5.30	270.00	\$1,431.00
LAWRENCE T. SILVESTRO	LEGAL ASSISTANT	2.50	270.00	\$675.00
NATASHA PETROV	LEGAL ASSISTANT	1.20	270.00	\$324.00
OLAIDE M. ADEJOBI	LEGAL ASSISTANT	4.20	270.00	\$1,134.00
SHEALEEN E. SCHAEFER	LEGAL ASSISTANT	56.40	270.00	\$15,228.00
TAL J. SINGER	LEGAL ASSISTANT	1.20	270.00	\$324.00
<b>Total for LEGAL ASSISTANT</b>		<b>84.50</b>		<b>\$22,815.00</b>
ERIC R. CERNUS	PRAC. SUPPORT	5.40	270.00	\$1,458.00
<b>Total for PRAC. SUPPORT</b>		<b>5.40</b>		<b>\$1,458.00</b>
<b>Total</b>		<b>465.90</b>		<b>\$319,380.90</b>

**For Charges and Disbursements**

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Date	Timekeeper	Type	Description	Amount
01/07/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.90
01/07/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.90
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.90
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.40
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$1.20
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.20
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.80
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.70
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.60
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$1.80
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.90
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$1.10
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.50
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.70
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.80
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.60
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$1.10
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.60
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$1.60
01/08/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.70
01/09/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.20
01/09/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.70
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$0.40
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$0.10
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$2.20
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$0.10
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$2.20
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$3.90
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$4.20
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$0.10
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$4.20
01/09/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$0.10
01/10/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.20
01/10/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.50
01/10/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.50
01/10/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$5.90
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.20
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$2.00
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$2.20
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.30
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$4.50
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.50
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$2.00
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.50
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$1.80
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$2.10

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Date	Timekeeper	Type	Description	Amount
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$3.70
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$1.40
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.50
01/13/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.50
01/14/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.70
01/14/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.80
01/14/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.70
01/14/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.70
01/14/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.50
01/14/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/14/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$1.80
01/14/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$1.80
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$2.10
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.10
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$2.20
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$2.00
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.20
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$2.00
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.10
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.10
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$2.10
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$4.00
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$1.40
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$1.80
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.50
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.50
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.30
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.50
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.10
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.10
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.10
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.20
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.20
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.50
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$4.50
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$1.70
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.20
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.20
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.20
01/14/2020	Jean L. Marte	REPRODUCTION	REPRODUCTION	\$0.20
01/15/2020	Clare M. Donnelly	REPRODUCTION	REPRODUCTION	\$8.60
01/16/2020	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$1.70
01/17/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.00
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$2.20
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$3.40
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$5.00
01/17/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$2.90
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.90
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.70



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Date	Timekeeper	Type	Description	Amount
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$2.90
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$1.60
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.40
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.30
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$2.30
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.40
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$4.20
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$7.40
01/17/2020	Laura M. Geary	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.30
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.70
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$1.80
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.30
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.30
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.30
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.30
01/22/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.30
01/22/2020	Stephany M. Guerrero	REPRODUCTION	REPRODUCTION	\$0.10
01/24/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.00
01/24/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$3.60
01/27/2020	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$1.20
01/27/2020	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$5.60
01/27/2020	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$0.10
01/27/2020	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$4.60
01/27/2020	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$1.00
01/27/2020	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$0.30

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Date	Timekeeper	Type	Description	Amount
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$4.10
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.10
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.70
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.80
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$4.80
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.90
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.20
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$4.10
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.20
01/30/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$3.10
01/31/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$1.00
01/31/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$4.50
01/31/2020	Margaret A. Dale	REPRODUCTION	REPRODUCTION	\$0.40
01/31/2020	Mee R. Kim	REPRODUCTION	REPRODUCTION	\$4.10
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.20
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.10
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.60
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.10
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.10
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.20
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$1.20
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.10
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.10
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.10
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.20
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.10
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.10
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$1.20
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$1.80
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.20
	Pin			
01/31/2020	Penelope H. Strong	REPRODUCTION	REPRODUCTION	\$0.30
	Pin			
Total for REPRODUCTION				\$215.80



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Date	Timekeeper	Type	Description	Amount
01/26/2020	Carl Mazurek	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$99.00
			<b>Total for LEXIS</b>	<b>\$99.00</b>

Date	Timekeeper	Type	Description	Amount
01/09/2020	Carl Mazurek	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 16 Lines Printed	\$408.00
01/10/2020	Shealeen E. Schaefer	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 3 Lines Printed	\$286.00
01/10/2020	Laura M. Geary	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 6 Lines Printed	\$143.00
01/10/2020	Elisa Carino	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 2 Lines Printed	\$143.00
01/11/2020	William D. Dalsen	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 25 Lines Printed	\$715.00
01/15/2020	Olaide M. Adejobi	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 5 Lines Printed	\$429.00
01/16/2020	Olaide M. Adejobi	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 2 Lines Printed	\$143.00
			<b>Total for WESTLAW</b>	<b>\$2,267.00</b>

Date	Timekeeper	Type	Description	Amount
12/16/2019	Margaret A. Dale	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Taxi/Car Service - Margaret Dale Taxi from airport to office.	\$22.00
01/15/2020	Margaret A. Dale	OUT OF TOWN TRANSPORTATION	OUT OF TOWN TRANSPORTATION Taxi Taxi/Car Service - Margaret Dale Taxi from airport to office.	\$22.89
			<b>Total for OUT OF TOWN TRANSPORTATION</b>	<b>\$44.89</b>

Date	Timekeeper	Type	Description	Amount
12/16/2019	Margaret A. Dale	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Hotel - Dinner - Margaret Dale Dinner - Ola Bistro Margaret Dale	\$24.19
12/17/2019	Margaret A. Dale	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Hotel - Dinner - Margaret Dale Dinner - Ola Bistro Margaret Dale	\$55.08
12/17/2019	Margaret A. Dale	OUT OF TOWN MEALS	OUT OF TOWN MEALS Meals Lunch - Margaret Dale Lunch with Joshua Esses in Puerto Rico. Margaret Dale, Joshua Esses	\$30.00
			<b>Total for OUT OF TOWN MEALS</b>	<b>\$109.27</b>

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Date	Timekeeper	Type	Description	Amount
01/13/2020	Lary Alan Rappaport	OTHER DATABASE RESEARCH	OTHER DATABASE RESEARCH - - VENDOR: PACER SERVICE CENTER	\$2.50
01/15/2020	Tal J. Singer	OTHER DATABASE RESEARCH	OTHER DATABASE RESEARCH - - VENDOR: PACER SERVICE CENTER	\$1.20
<b>Total for OTHER DATABASE RESEARCH</b>				<b>\$3.70</b>

Date	Timekeeper	Type	Description	Amount
12/13/2019	Margaret A. Dale	AIRPLANE	AIRPLANE Airfare - Margaret Dale ERS meeting in San Juan.	\$285.95
12/13/2019	Margaret A. Dale	AIRPLANE	AIRPLANE Airfare - Margaret Dale ERS meeting in San Juan.	\$248.22
12/13/2019	Margaret A. Dale	AIRPLANE	AIRPLANE Airfare - Margaret Dale ERS Meeting in San Juan.	\$45.00
12/13/2019	Margaret A. Dale	AIRPLANE	AIRPLANE Airfare Service Fee - Margaret Dale ERS meeting in San Juan.	\$35.00
01/13/2020	Margaret A. Dale	AIRPLANE	AIRPLANE Airfare - Margaret Dale Travel to Boston for hearing on motions to compel.	\$374.50
01/13/2020	Margaret A. Dale	AIRPLANE	AIRPLANE Airfare Service Fee - Margaret Dale Travel to Boston for hearing on motions to compel.	\$35.00
01/15/2020	Margaret A. Dale	AIRPLANE	AIRPLANE Airfare - Margaret Dale Travel from Boston after hearing.	\$457.07
01/15/2020	Margaret A. Dale	AIRPLANE	AIRPLANE Airfare Service Fee - Margaret Dale Travel from Boston .	\$35.00
<b>Total for AIRPLANE</b>				<b>\$1,515.74</b>

Date	Timekeeper	Type	Description	Amount
12/16/2019	Margaret A. Dale	LODGING	LODGING Hotel - Lodging - Margaret Dale Lodging	\$339.24
<b>Total for LODGING</b>				<b>\$339.24</b>

**Charges and Disbursements Summary**

Type of Disbursements	Amount
REPRODUCTION	215.80
LEXIS	99.00
WESTLAW	2,267.00
OUT OF TOWN TRANSPORTATION	44.89
OUT OF TOWN MEALS	109.27
OTHER DATABASE RESEARCH	3.70
AIRPLANE	1,515.74
LODGING	339.24
<b>Total Expenses</b>	<b>\$4,594.64</b>
<b>Total Amount for this Matter</b>	<b>\$323,975.54</b>

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Summary of Time Billed by Task		Hours	Value
219	Appeal	9.10	\$7,179.90
Total		9.10	\$7,179.90

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**Appeal -- 219**

<b>Date</b>	<b>Timekeeper</b>	<b>Task</b>	<b>Description</b>	<b>Hours</b>	<b>Amount</b>
01/30/20	Jeffrey W. Levitan	219	Review 552 decision (1.10); Conference J. Esses, S. Weise, T. Green regarding 552 decision (0.40); Review e-mails to client, conferences M. Bienenstock regarding decision (0.40); E-mail with P. Hamburger regarding opinion (0.10).	2.00	\$1,578.00
01/30/20	Timothy W. Mungovan	219	Review First Circuit's decision affirming Judge Swain's decision on section 552 (1.10).	1.10	\$867.90
01/30/20	Timothy W. Mungovan	219	Communications with M. Bienenstock and Board concerning First Circuit's decision affirming Judge Swain's decision on section 552 (0.50).	0.50	\$394.50
01/30/20	Stephen L. Ratner	219	Review First Circuit ruling affirming 552 decision (0.60).	0.60	\$473.40
01/30/20	Paul Possinger	219	Review First Circuit ruling on 552 dispute (0.40).	0.40	\$315.60
01/30/20	Jennifer L. Roche	219	Review First Circuit opinion on section 552 issue (0.60); E-mails with B. Rosen, J. Levitan and S. Weise regarding opinion (0.10).	0.70	\$552.30
01/30/20	Ralph C. Ferrara	219	Review First Circuit opinion on ERS bondholders' Section 552 appeal (0.90); E-mail to M. Bienenstock regarding same (0.20).	1.10	\$867.90
01/30/20	Brian S. Rosen	219	Review First Circuit 552 decision (0.60); Teleconference with M. Bienenstock regarding same (0.20); Teleconference with W. Evarts regarding same (0.30).	1.10	\$867.90
01/31/20	Brian S. Rosen	219	Review T. Axelrod memorandum regarding 552 decision and next steps (0.10); Draft memorandum to T. Axelrod regarding same (0.10).	0.20	\$157.80
01/31/20	Jennifer L. Roche	219	Conference with M. Dale regarding ERS 552 order and affect on litigation (0.20); Analysis regarding 552 order and potential affect on remaining ERS litigation (1.00); E-mails and conference with C. Mazurek regarding language in 552 order regarding Enabling Act (0.20).	1.40	\$1,104.60
<b>Appeal</b>				<b>9.10</b>	<b>\$7,179.90</b>
<b>Total for Professional Services</b>					<b>\$7,179.90</b>

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
BRIAN S. ROSEN	PARTNER	1.30	789.00	\$1,025.70
JEFFREY W. LEVITAN	PARTNER	2.00	789.00	\$1,578.00
PAUL POSSINGER	PARTNER	0.40	789.00	\$315.60
RALPH C. FERRARA	PARTNER	1.10	789.00	\$867.90
STEPHEN L. RATNER	PARTNER	0.60	789.00	\$473.40
TIMOTHY W. MUNGOVAN	PARTNER	1.60	789.00	\$1,262.40
<b>Total for PARTNER</b>		<b>7.00</b>		<b>\$5,523.00</b>
JENNIFER L. ROCHE	SENIOR COUNSEL	2.10	789.00	\$1,656.90
<b>Total for SENIOR COUNSEL</b>		<b>2.10</b>		<b>\$1,656.90</b>
<b>Total</b>		<b>9.10</b>		<b>\$7,179.90</b>

**For Charges and Disbursements**

<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
01/09/2020	Patsy M. Robinson	REPRODUCTION	REPRODUCTION	\$4.30
			<b>Total for REPRODUCTION</b>	<b>\$4.30</b>

<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
12/24/2019	Martin J. Bienenstock	TRANSCRIPTS & DEPOSITIONS	TRANSCRIPTS & DEPOSITIONS - - VENDOR: LEE A. MARZILLI LEE A. MARZILLI - INVOICE#20160562 - TRANSCRIPT OF 1/15/20 MOTION HEARING HELD BEFORE MAGISTRATE JUDGE DEIN	\$62.10
			<b>Total for TRANSCRIPTS &amp; DEPOSITIONS</b>	<b>\$62.10</b>

<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
05/02/2019	Martin J. Bienenstock	TRIAL TRANSCRIPTIONS	TRIAL TRANSCRIPTIONS - - VENDOR: LEE A. MARZILLI LEE A. MARZILLI - CASE STYLE: 17- BK-3566(LTS), IN RE: EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT OF THE COMMONWEALTH OF PR - TRANSCRIPT OF 5/2/19 MOTION HEARING HELD BEFORE MAGISTRATE JUDGE DEIN	\$115.20
			<b>Total for TRIAL TRANSCRIPTIONS</b>	<b>\$115.20</b>

**Charges and Disbursements Summary**

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Type of Disbursements		Amount
REPRODUCTION		4.30
TRANSCRIPTS & DEPOSITIONS		62.10
TRIAL TRANSCRIPTIONS		115.20
Total Expenses		<u>\$181.60</u>
Total Amount for this Matter		<u>\$7,361.50</u>

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Summary of Time Billed by Task		Hours	Value
210	Analysis and Strategy	0.30	\$236.70
Total		0.30	\$236.70

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**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
01/18/20	Jonathan E. Richman	210	Draft and review e-mails with Proskauer team regarding case status (0.10); Review and comment on joint status report (0.20).	0.30	\$236.70
<b>Analysis and Strategy</b>				<b>0.30</b>	<b>\$236.70</b>
<b>Total for Professional Services</b>					<b>\$236.70</b>



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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
JONATHAN E. RICHMAN	PARTNER	0.30	789.00	\$236.70
<b>Total for PARTNER</b>		<b>0.30</b>		<b>\$236.70</b>
	<b>Total</b>	<b>0.30</b>		<b>\$236.70</b>
	<b>Total Amount for this Matter</b>			<b>\$236.70</b>

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Summary of Time Billed by Task		Hours	Value
212	General Administration	15.00	\$4,050.00
219	Appeal	298.00	\$235,122.00
Total		313.00	\$239,172.00

**General Administration -- 212**

Date	Timekeeper	Task	Description	Hours	Amount
01/08/20	Laura M. Geary	212	Andalusian: Organize and compile briefing and cases cited on appointment as trustee motion per W. Dalsen.	1.20	\$324.00
01/11/20	Shealeen E. Schaefer	212	Andalusian: Review motion for expedited briefing schedule filed in First Circuit.	0.20	\$54.00
01/11/20	Lawrence T. Silvestro	212	Andalusian: Draft First Circuit appearance notices for requested attorneys, per W. Dalsen.	2.10	\$567.00
01/14/20	Angelo Monforte	212	Andalusian: Draft notices of appearance for B. Rosen J. Levitan, and P. Possinger in connection with Andalusian appeal.	0.90	\$243.00
01/14/20	Lawrence T. Silvestro	212	Andalusian: Revise First Circuit appearance notices for requested attorneys, per W. Dalsen (1.60).	1.60	\$432.00
01/15/20	Lawrence T. Silvestro	212	Andalusian: Revise additional First Circuit appearance notices for requested attorneys, per W. Dalsen (1.30).	1.30	\$351.00
01/15/20	Laurie A. Henderson	212	Andalusian: Electronic filing with the First Circuit Court of Appeals of notices of appearance for T. Mungovan, J. Roberts, W. Dalsen, M. Bienenstock, M. Dale, B. Levitan, S. Ratner, M. Harris and B. Rosen in 20-1065.	0.90	\$243.00
01/16/20	Karina Pantoja	212	Andalusian: Review and organize cases in appellate brief per W. Dalsen (1.10).	1.10	\$297.00
01/17/20	Laura M. Geary	212	Andalusian: Organize and compile appendix in connection with trustee appeal per M. Dale.	1.40	\$378.00
01/17/20	Lawrence T. Silvestro	212	Andalusian: Review internal case memoranda relating to section 407 of PROMESA in connection with Andalusian appeal and provide results to W. Dalsen (0.90); Research pleadings in related bond issuance and ultra vires doctrine in connection with said appeal (1.10).	2.00	\$540.00
01/17/20	Olaide M. Adejobi	212	Andalusian: Organize ERS 926 joint appendix per L. Geary.	0.60	\$162.00
01/20/20	Laurie A. Henderson	212	Andalusian: Electronic filing with the First Circuit Court of Appeals of notice of appearance of P. Possinger in 20-1065.	0.30	\$81.00
01/24/20	Laura M. Geary	212	Andalusian: Search Relativity and compile First Circuit briefs regarding waiving legal argument per C. Mazurek.	1.10	\$297.00
01/28/20	Laurie A. Henderson	212	Andalusian: Electronic filing with the First Circuit of designation of attorney presenting oral argument 20-1065.	0.30	\$81.00

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<b>General Administration</b>	<b>15.00</b>	<b>\$4,050.00</b>
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**Appeal -- 219**

<b>Date</b>	<b>Timekeeper</b>	<b>Task</b>	<b>Description</b>	<b>Hours</b>	<b>Amount</b>
01/08/20	Margaret A. Dale	219	Andalusian: E-mails with J. Roberts regarding appeal issues (0.10).	0.10	\$78.90
01/08/20	Jeffrey W. Levitan	219	Andalusian: Review 926 decision (0.50); Review notice of appeal of 926 order (0.10).	0.60	\$473.40
01/08/20	Jennifer L. Roche	219	Andalusian: Review order on motion for trustee (0.40); E-mails with M. Dale regarding appeal of order on trustee motion (0.10).	0.50	\$394.50
01/08/20	Brian S. Rosen	219	Andalusian: Telephone call J. Cunningham regarding SOL/appeal (0.20); Draft memorandum to M. Dale, et al. regarding same (0.10); Review P. Friedman memorandum regarding same (0.10); Draft memorandum to P. Friedman, et al. regarding notice of appeal (0.10); Review notice of appeal (0.10); Conference call regarding appeal/tolling (0.40).	1.00	\$789.00
01/08/20	Stephen L. Ratner	219	Andalusian: Conferences with B. Rosen, T. Mungovan regarding bondholders' appeal regarding denial of motion to appoint trustee and procedural matters regarding same.	0.30	\$236.70
01/08/20	Timothy W. Mungovan	219	Andalusian: Communications with J. Roberts, M. Dale, S. Ratner, and M. Harris regarding bondholders likely motion for expedited briefing (0.30).	0.30	\$236.70
01/08/20	Michael A. Firestein	219	Andalusian: Teleconference with M. Dale and B. Rosen on 926 appeal strategy (0.20).	0.20	\$157.80
01/08/20	Michael A. Firestein	219	Andalusian: Review appellate documents by ERS regarding trustee ruling (0.10); Draft strategic memoranda on appellate issues (0.20).	0.30	\$236.70
01/09/20	Jennifer L. Roche	219	Andalusian: E-mails with M. Dale regarding appeal of trustee motion and briefing schedule.	0.10	\$78.90
01/09/20	Margaret A. Dale	219	Andalusian: Teleconference with J. Roberts regarding expedited briefing on appeal of denial of trustee motion (0.20); E-mails with C. Steege regarding proposed briefing schedule on appeal of denial of trustee motion (0.10); E-mails with bondholders' counsel regarding proposed briefing schedule on appeal of denial of trustee motion (0.50).	0.80	\$631.20

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Date	Timekeeper	Task	Description	Hours	Amount
01/10/20	Margaret A. Dale	219	Andalusian: Review bondholders' motion to expedite First Circuit appeal of denial of trustee motion (0.60); Communications with J. Roberts, M. Firestein, W. Dalsen regarding bondholders' motion to expedite trustee motion appeal (0.40).	1.00	\$789.00
01/10/20	Michael A. Firestein	219	Andalusian: Review multiple correspondence on expedited ERS appeal (0.20); Review brief on expedited appellate process filed by bondholders (0.20); Teleconference with M. Dale on appellate strategy to oppose expedited consideration (0.30).	0.70	\$552.30
01/10/20	John E. Roberts	219	Andalusian: Draft e-mails to team advising on appellate issues concerning new expedited Andalusian appeal.	0.50	\$394.50
01/10/20	Timothy W. Mungovan	219	Andalusian: Communications with M. Dale and J. Roberts regarding ERS bondholders motion to expedite appeal (0.30).	0.30	\$236.70
01/10/20	Timothy W. Mungovan	219	Andalusian: Review ERS bondholders motion to expedite appeal (0.40).	0.40	\$315.60
01/10/20	Jennifer L. Roche	219	Andalusian: Review and analyze motion to expedite appeal on motion for trustee (2.00); E-mails with J. Roberts, M. Dale and W. Dalsen regarding motion to expedite (0.40).	2.40	\$1,893.60
01/11/20	William D. Dalsen	219	Andalusian: Legal research regarding standard of review for order denying motion to appoint trustee under Section 926 (0.80).	0.80	\$631.20
01/11/20	Michael A. Firestein	219	Andalusian: Review First Circuit order on expedited appeal in ERS (0.10); Review and draft multiple strategic correspondence on expedited appeal order (0.10).	0.20	\$157.80
01/11/20	Jennifer L. Roche	219	Andalusian: E-mails with W. Dalsen, J. Sosa and M. Dale regarding issues for motion to expedite appeal of trustee motion.	0.20	\$157.80

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Date	Timekeeper	Task	Description	Hours	Amount
01/11/20	Margaret A. Dale	219	Andalusian: Review J. Roche thoughts on opposition to motion to expedite appeal briefing/determination for trustee appeal (0.40); Draft comments on opposition to motion to expedite appeal briefing/determination for trustee appeal (0.80); E-mails with W. Dalsen and J. Sosa regarding opposition to motion to expedite appeal briefing/determination for trustee appeal (0.50); Review research regarding standard of review (0.30); E-mails with W. Dalsen regarding draft opposition to motion to expedite (0.30); E-mails with paralegals regarding notices of appearance (0.20); Review order from First Circuit regarding briefing schedule for opposition to motion to expedite (0.10); Teleconference with B. Rosen regarding bondholders' motion to expedite (0.20).	2.80	\$2,209.20
01/11/20	Javier Sosa	219	Andalusian: Research regarding the appellate standard for a lower Court's decision on whether or not to appoint a trustee and the standards for a request to expedite briefing.	2.50	\$1,972.50
01/11/20	William D. Dalsen	219	Andalusian: Correspondence with paralegal staff regarding preparation of opposition to motion to expedite 926 appeal (0.20); Review underlying filings relating to bondholders' appeal of order denying Section 926 motion to appoint them as trustee (4.00); Review legal research from J. Sosa regarding motion to expedite (0.30).	4.50	\$3,550.50
01/11/20	Timothy W. Mungovan	219	Andalusian: Communications with W. Dalsen regarding preparing opposition appellants' motion to expedite appeal (0.30).	0.30	\$236.70
01/12/20	Javier Sosa	219	Andalusian: Research regarding the appellate standard for a lower Court's decision on whether or not to appoint a trustee and the standards for a request to expedite briefing.	9.90	\$7,811.10
01/12/20	John E. Roberts	219	Andalusian: Draft e-mails to team advising on appellate issues pertaining to expedited ERS appeal.	0.40	\$315.60

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Date	Timekeeper	Task	Description	Hours	Amount
01/12/20	William D. Dalsen	219	Andalusian: Correspondence with T. Mungovan regarding appeal of order denying motion to appoint section 926 trustee (0.10); Correspondence with team regarding legal research results concerning appeal of order denying motion to appoint trustee (0.70); Correspondence with appellate and restructuring teams regarding legal research results (0.10); Correspondence with team regarding opposition to motion to expedite (0.20).	1.10	\$867.90
01/12/20	William D. Dalsen	219	Andalusian: Draft opposition to motion to expedite briefing and determination of bondholders' appeal of motion to appoint trustee (5.50).	5.50	\$4,339.50
01/12/20	Margaret A. Dale	219	Andalusian: E-mails with W. Dalsen and J. Sosa regarding research issues regarding opposition to motion to expedite appeal briefing/determination for trustee appeal (0.50); Review legal research regarding standard of review for an appeal denying a trustee motion under section 926 (0.70); E-mails with J. Levitan and W. Dalsen regarding opposition to motion to expedite appellate briefing/consideration for trustee appeal (0.20).	1.40	\$1,104.60
01/12/20	Mark Harris	219	Andalusian: Teleconference with W. Dalsen regarding finality of decision on trustee.	0.30	\$236.70
01/12/20	Jennifer L. Roche	219	Andalusian: Analysis regarding motion to expedite issues and standard of review for underlying appeal (1.70); E-mails with M. Dale, J. Sosa and W. Dalsen regarding same (0.20).	1.90	\$1,499.10
01/13/20	Jennifer L. Roche	219	Andalusian: Revise and revise draft appellate opposition brief regarding motion to expedite trustee motion (1.40); E-mails with W. Dalsen and M. Dale regarding briefing schedule and draft brief (0.10); E-mail with J. Sosa regarding standard of review (0.10).	1.60	\$1,262.40
01/13/20	John E. Roberts	219	Andalusian: Draft e-mails to team analyzing issues in new expedited ERS appeal.	0.50	\$394.50
01/13/20	Timothy W. Mungovan	219	Andalusian: Communications with J. Roberts regarding opposition to ERS bondholders motion for expedited briefing (0.20).	0.20	\$157.80

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Date	Timekeeper	Task	Description	Hours	Amount
01/13/20	Margaret A. Dale	219	Andalusian: Review legal research regarding standard of review on appeal of denial of trustee motion (0.30); Review list of upcoming appeals (0.10); Review and revise draft opposition to motion to expedite appellate briefing/consideration (1.20); Review and revise draft opposition to bondholders' motion for expedited briefing/determination of trustee appeal (1.40).	3.00	\$2,367.00
01/13/20	William D. Dalsen	219	Andalusian: Correspondence with team regarding draft opposition to motion to expedite 926 appeal (0.30).	0.30	\$236.70
01/13/20	William D. Dalsen	219	Andalusian: Draft opposition to motion to expedite briefing and determination of bondholders' appeal of motion to appoint trustee (6.60).	6.60	\$5,207.40
01/14/20	William D. Dalsen	219	Andalusian: Correspondence with team regarding status of motion to expedite appeal (0.10); Correspondence with M. Dale regarding status of motion to expedite and motion to compel (0.10); Correspondence with team regarding status of section 926 appeal (0.20); Call with J. Roberts regarding section 926 appeal (0.20); Correspondence with team regarding docketing of section 926 appeal (0.60); Correspondence with L. Silvestro regarding preparation and filing of notices of appearance for section 926 appeal (0.20).	1.40	\$1,104.60
01/14/20	Joshua A. Esses	219	Andalusian: Review draft opposition to motion for expedited briefing on section 926 appeal (0.50).	0.50	\$394.50
01/14/20	Jennifer L. Roche	219	Andalusian: Review draft motion and stipulation regarding agreement on briefing schedule for motion for trustee appeal (0.20); E-mails with M. Dale regarding same (0.10).	0.30	\$236.70
01/14/20	John E. Roberts	219	Andalusian: Revise opposition to motion to expedite ERS appeal (2.20); Call with W. Dalsen to discuss next steps in ERS appeal (0.20); Draft e-mail to team concerning procedural questions in new ERS appeal (0.30).	2.70	\$2,130.30
01/14/20	Margaret A. Dale	219	Andalusian: Review revised draft opposition to bondholders' motion for expedited briefing, determination of trustee appeal (0.80).	0.80	\$631.20



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Date	Timekeeper	Task	Description	Hours	Amount
01/15/20	Margaret A. Dale	219	Andalusian: Communications with W. Dalsen regarding notices of appearance in First Circuit (0.20); E-mails with W. Dalsen and J. Esses regarding tolling stipulation and joint motion for briefing schedule in First Circuit (0.50); Communications with bondholders and P. Friedman regarding tolling stipulation and joint motion for briefing schedule (0.40).	1.10	\$867.90
01/15/20	Michael A. Firestein	219	Andalusian: Review joint motion on expedited briefing schedule and strategy thereon (0.20).	0.20	\$157.80
01/15/20	Jennifer L. Roche	219	Andalusian: Review order on motion for trustee appeal (0.10); Correspondence with M. Dale and W. Dalsen regarding appeal issues (0.10).	0.20	\$157.80
01/15/20	William D. Dalsen	219	Andalusian: Correspondence with team regarding appellate filings today (0.50).	0.50	\$394.50
01/15/20	William D. Dalsen	219	Andalusian: Revise draft joint motion to enter briefing schedule in section 926 appeal (0.40).	0.40	\$315.60
01/15/20	John E. Roberts	219	Andalusian: Draft e-mails to team advising on issues in new ERS expedited appeal (0.20); Draft e-mail to opposing counsel concerning joint appendix (0.10).	0.30	\$236.70
01/16/20	Jennifer L. Roche	219	Andalusian: Review and analyze bondholder appellate brief regarding trustee motion (1.50); E-mails with W. Dalsen, M. Dale, J. Levitan and E. Stevens regarding issues in appellate brief (0.30).	1.80	\$1,420.20
01/16/20	Jeffrey W. Levitan	219	Andalusian: Review bondholders 926 brief (1.10); E-mail W. Dalsen, review J. Esses, E. Stevens e-mails regarding 407 issues (0.50).	1.60	\$1,262.40
01/16/20	William D. Dalsen	219	Andalusian: Review briefing and cases cited in opening brief in bondholders' appeal from denial of motion to appoint Section 926 trustee (4.50).	4.50	\$3,550.50
01/16/20	Margaret A. Dale	219	Andalusian: E-mails with W. Dalsen, J. Levitan, J. Esses and E. Stevens regarding section 407 argument on appeal (0.40); E-mails with W. Dalsen regarding standard of review on appeal (0.40).	0.80	\$631.20
01/16/20	Elliot Stevens	219	Andalusian: E-mail with W. Dalsen, J. Levitan and others relating to PROMESA section 926 relating to ERS appeal (0.30).	0.30	\$236.70
01/17/20	William D. Dalsen	219	Andalusian: Draft appellee argument outline in response to section 926 appeal (4.40).	4.40	\$3,471.60

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Date	Timekeeper	Task	Description	Hours	Amount
01/17/20	Jennifer L. Roche	219	Andalusian: Analysis regarding appeal of ruling on bondholders' motion for trustee (2.00); Review and revise draft outline for opposition brief (0.80); E-mails with W. Dalsen, J. Levitan and M. Dale regarding same (0.30).	3.10	\$2,445.90
01/17/20	Margaret A. Dale	219	Andalusian: Review bondholders' appellate brief regarding denial of trustee motion (2.40); E-mails with W. Dalsen and J. Levitan regarding appellate brief (0.50); Review and revise outline of appellate brief on trustee issue (0.50); E-mails with W. Dalsen regarding outline (0.30); Review joint appendix for trustee appeal (0.50).	4.20	\$3,313.80
01/17/20	Joshua A. Esses	219	Andalusian: Research in support of drafting section 926 First Circuit response.	0.30	\$236.70
01/20/20	Jeffrey W. Levitan	219	Andalusian: E-mail with W. Dalsen regarding section 926 appellate outline (0.50); E-mail with B. Rosen regarding outline (0.10).	0.60	\$473.40
01/20/20	William D. Dalsen	219	Andalusian: Revise draft outline of appellee arguments in response to section 926 appeal (4.00); Draft appellee brief for section 926 appeal (1.40).	5.40	\$4,260.60
01/20/20	William D. Dalsen	219	Andalusian: Correspondence with C. Mazurek regarding arguments for draft appellee brief (0.20).	0.20	\$157.80
01/20/20	Margaret A. Dale	219	Andalusian: Draft outline for section 926 appeal (0.90); E-mails with W. Dalsen, J. Levitan and B. Rosen regarding same (0.40).	1.30	\$1,025.70
01/20/20	Jennifer L. Roche	219	Andalusian: Analysis regarding issues in motion for trustee appeal (1.30); Review revised outline for appellate brief (0.30); E-mails with W. Dalsen, M. Dale and J. Levitan regarding issues in appeal (0.30).	1.90	\$1,499.10
01/20/20	Jeffrey W. Levitan	219	Andalusian: E-mail M. Dale regarding outline (0.50); Review note comments on outline (0.60); Review appellants brief (0.70); Revise outline (0.60).	2.40	\$1,893.60
01/21/20	Carl Mazurek	219	Andalusian: Conduct research regarding factors determining decision to reverse or remand.	1.90	\$1,499.10
01/21/20	John E. Roberts	219	Andalusian: Read and analyze opening brief in new ERS appeal and outline issues for response brief (2.00); Meet with W. Dalsen to discuss response brief (0.90).	2.90	\$2,288.10

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Date	Timekeeper	Task	Description	Hours	Amount
01/21/20	Brian S. Rosen	219	Andalusian: Review correspondence and 926 outline (0.30); E-mails with M. Dale regarding same (0.20).	0.50	\$394.50
01/21/20	Margaret A. Dale	219	Andalusian: Revisions to the summary of appellate argument on the section 926 appeal (0.80); Teleconference with W. Dalsen regarding appellee brief (0.50); E-mails among J. Levitan, W. Dalsen and J. Esses regarding section 926 appeal issues (0.90).	2.20	\$1,735.80
01/21/20	William D. Dalsen	219	Andalusian: Conference with J. Roberts regarding section 926 appeal (0.90); Call with M. Dale regarding section 926 appeal (0.50); Call with J. Levitan regarding section 926 appeal (0.40); Analyze potential arguments in response to section 926 appeal (2.90); Draft appellee brief in section 926 appeal (5.10).	9.80	\$7,732.20
01/21/20	Jennifer L. Roche	219	Andalusian: Review revised outline for appellate brief on bondholders' motion for trustee.	0.50	\$394.50
01/21/20	Jeffrey W. Levitan	219	Andalusian: Revise 926 outline (1.80); E-mails with W. Dalsen, B. Rosen, regarding revisions to outline (0.30); Call with W. Dalsen regarding revised outline (0.40); E-mails with M. Dale, W. Dalsen, regarding research (0.30); Review revisions outline, e-mail M. Dale (0.40).	3.20	\$2,524.80
01/22/20	Jeffrey W. Levitan	219	Andalusian: Review Alabama State fair cases (0.60); Conference J. Esses, e-mail W. Dalsen regarding 926 issues (0.30); Revise outline (1.20); E-mail M. Bienenstock regarding outline (0.10).	2.20	\$1,735.80
01/22/20	William D. Dalsen	219	Andalusian: Draft appellee responsive brief for 926 appeal (10.60).	10.60	\$8,363.40
01/22/20	Carl Mazurek	219	Andalusian: Draft section of appellee's brief regarding request to remand.	4.40	\$3,471.60
01/22/20	Joshua A. Esses	219	Andalusian: Research in support of response to section 926 appeal.	0.50	\$394.50
01/22/20	Margaret A. Dale	219	Andalusian: Teleconference with W. Dalsen regarding appellate brief issues regarding 926 (0.50); Review fact section and procedural history for the 926 appeal (1.20).	1.70	\$1,341.30
01/22/20	Paul Possinger	219	Andalusian: Review of appellant brief (0.40).	0.40	\$315.60
01/23/20	Margaret A. Dale	219	Andalusian: Teleconference with W. Dalsen regarding 926 appeal (0.50); Review order from First Circuit calendaring appeal of 926 motion for argument (0.10).	0.60	\$473.40

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Date	Timekeeper	Task	Description	Hours	Amount
01/23/20	Joshua A. Esses	219	Andalusian: Research for W. Dalsen on section 926 appeal.	2.80	\$2,209.20
01/23/20	Carl Mazurek	219	Andalusian: Draft section of appellee's brief regarding request to remand (1.60); Revise section of appellee's brief regarding request to remand (1.20); Conduct research regarding summary disposition by appellate Court (0.80).	3.60	\$2,840.40
01/23/20	Jeffrey W. Levitan	219	Andalusian: Conferences J. Esses, M. Dale regarding 926 (0.30).	0.30	\$236.70
01/23/20	William D. Dalsen	219	Andalusian: Draft appellee responsive brief in section 926 appeal (10.40).	10.40	\$8,205.60
01/24/20	William D. Dalsen	219	Andalusian: Draft appellee responsive brief for Section 926 appeal (10.80).	10.80	\$8,521.20
01/24/20	William D. Dalsen	219	Andalusian: Correspondence with team regarding draft appellee responsive brief for section 926 appeal (0.50).	0.50	\$394.50
01/24/20	Timothy W. Mungovan	219	Andalusian: Communications with J. Roberts regarding scheduled oral argument in March (0.30).	0.30	\$236.70
01/24/20	Jennifer L. Roche	219	Andalusian: Analysis regarding issues raised in bondholders appeal on motion for trustee (0.50); E-mails with M. Dale and W. Dalsen regarding same (0.10).	0.60	\$473.40
01/24/20	Carl Mazurek	219	Andalusian: Conduct research regarding waiver of argument.	1.10	\$867.90
01/24/20	Joshua A. Esses	219	Andalusian: Research for W. Dalsen on Section 926 appeal.	0.50	\$394.50
01/24/20	Margaret A. Dale	219	Andalusian: Analyze issues for 926 appeal (1.50); E-mails and teleconference with W. Dalsen regarding 926 appeal (0.50); Teleconference with J. Levitan regarding 926 appeal issues (0.10); E-mails with J. Roche and W. Dalsen regarding 926 motion and arguments in the district Court (0.30).	2.40	\$1,893.60
01/25/20	Joshua A. Esses	219	Andalusian: Draft section 926 appeal response.	3.50	\$2,761.50
01/25/20	Margaret A. Dale	219	Andalusian: Review and revise draft of appellate brief on Section 926 appeal (3.80); Teleconference with W. Dalsen regarding draft of appellate brief (0.70); E-mails with W. Dalsen regarding appellate brief (0.30).	4.80	\$3,787.20
01/25/20	Jennifer L. Roche	219	Andalusian: Review draft appellate brief regarding bondholder motion for trustee.	1.20	\$946.80
01/25/20	William D. Dalsen	219	Andalusian: Call with M. Dale regarding draft appellate brief (0.70); Revise draft appellee responsive brief for Section 926 appeal (6.40).	7.10	\$5,601.90

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Date	Timekeeper	Task	Description	Hours	Amount
01/26/20	Jennifer L. Roche	219	Andalusian: Review revisions to draft appellate brief on motion for trustee (0.50); E-mails with J. Levitan, M. Dale, J. Esses and W. Dalsen regarding appellate brief issues (0.30).	0.80	\$631.20
01/26/20	Margaret A. Dale	219	Andalusian: Review revised draft of appellate brief (0.70); Communications with W. Dalsen regarding draft of appellate brief (0.50); E-mails with J. Levitan and J. Esses regarding issues concerning 926 brief (0.50); Review J. Levitan and J. Esses comments to draft appellate brief (0.80).	2.50	\$1,972.50
01/26/20	Joshua A. Esses	219	Andalusian: Draft response to section 926 appeal.	1.70	\$1,341.30
01/26/20	Jeffrey W. Levitan	219	Andalusian: Review and revise 926 brief (3.80); Review J. Esses comments thereto (0.30); E-mail with W. Dalsen regarding same (0.10); E-mail with W. Dalsen regarding same (0.10); E-mail with M. Dale, W. Dalsen regarding revisions (0.40).	4.70	\$3,708.30
01/26/20	Jeffrey W. Levitan	219	Andalusian: Review e-mails, teleconference and e-mail E. Barak, e-mails C. Kass, M. Mervis regarding appeal (0.50); Review revised appeal (0.40); E-mail with S. Tajuddin regarding opposing appeal (0.30); Review S. Weise comments in connection with same (0.20).	1.40	\$1,104.60
01/26/20	William D. Dalsen	219	Andalusian: Revise draft appellee responsive brief for Section 926 appeal (5.70).	5.70	\$4,497.30
01/27/20	William D. Dalsen	219	Andalusian: Call with M. Dale regarding draft appellee response brief in Section 926 appeal (0.30); Revise draft appellee response brief in Section 926 appeal (3.20).	3.50	\$2,761.50
01/27/20	Timothy W. Mungovan	219	Andalusian: Communications with J. Roberts regarding oral argument in First Circuit in March (0.20).	0.20	\$157.80
01/27/20	Timothy W. Mungovan	219	Andalusian: Communications with M. Bienenstock regarding oral argument in First Circuit in March (0.20).	0.20	\$157.80
01/27/20	Carl Mazurek	219	Andalusian: Conduct research in support of arguments raised in appellee's brief.	1.60	\$1,262.40
01/27/20	Margaret A. Dale	219	Andalusian: Draft of appellate brief regarding 926 issue (1.50); Revise e-mails with J. Roberts, W. Dalsen and J. Levitan regarding 926 appeal issues (0.50).	2.00	\$1,578.00
01/27/20	Joshua A. Esses	219	Andalusian: Draft section 926 appeal brief (4.50).	4.50	\$3,550.50

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Date	Timekeeper	Task	Description	Hours	Amount
01/27/20	Paul Possinger	219	Andalusian: Review draft appellee brief regarding 926 ruling.	1.20	\$946.80
01/27/20	Jennifer L. Roche	219	Andalusian: Review revised appellate brief on motion for trustee (0.50); Analysis regarding open issues in brief (1.00); E-mails with M. Dale and J. Roberts regarding draft brief (0.10).	1.60	\$1,262.40
01/27/20	John E. Roberts	219	Andalusian: Revise appellate brief in expedited ERS appeal (6.50); Calls and e-mails with Tim Mungovan to discuss oral argument in expedited ERS appeal (0.20).	6.70	\$5,286.30
01/27/20	Jeffrey W. Levitan	219	Andalusian: Review and revise 926 brief (2.10); Conference with J. Esses, M. Dale regarding revisions to brief (0.50); Conferences with M. Dale regarding additional revisions (0.20); Teleconference and e-mail with W. Dalsen regarding revisions (0.30).	3.10	\$2,445.90
01/28/20	Timothy W. Mungovan	219	Andalusian: Communications with M. Bienenstock regarding oral argument on Andalusian appeal (0.40).	0.40	\$315.60
01/28/20	Timothy W. Mungovan	219	Andalusian: Communications with M. Zerjal regarding oral argument on Andalusian appeal (0.10).	0.10	\$78.90
01/28/20	Timothy W. Mungovan	219	Andalusian: Communications with S. Ratner regarding oral argument on Andalusian appeal (0.10).	0.10	\$78.90
01/28/20	Timothy W. Mungovan	219	Andalusian: Communications with M. Dale regarding oral argument on Andalusian appeal (0.30).	0.30	\$236.70
01/28/20	John E. Roberts	219	Andalusian: Call with W. Dalsen to discuss brief in expedited ERS appeal (0.70); Revise appellate brief in expedited ERS appeal (5.50).	6.20	\$4,891.80
01/28/20	Margaret A. Dale	219	Andalusian: Draft of 926 appeal brief (2.50); Communications with W. Dalsen regarding 926 appeal brief (0.50).	3.00	\$2,367.00
01/28/20	Joshua A. Esses	219	Andalusian: Draft section 926 response.	0.30	\$236.70
01/28/20	William D. Dalsen	219	Andalusian: Call with M. Dale regarding Section 926 appeal (0.10); Correspondence with team regarding Section 926 appeal and preparation of attorney designation form (0.20); Revise draft appellee responsive brief in Section 926 appeal (7.00).	7.30	\$5,759.70
01/29/20	John E. Roberts	219	Andalusian: Revise appellate brief in 926 appeal.	5.50	\$4,339.50
01/29/20	William D. Dalsen	219	Andalusian: Revise draft appellee responsive brief in Section 926 appeal (8.70).	8.70	\$6,864.30



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Date	Timekeeper	Task	Description	Hours	Amount
01/29/20	Margaret A. Dale	219	Andalusian: Review and revise draft 926 appeal brief (1.80); E-mails with W. Dalsen regarding draft 926 appeal brief (0.40).	2.20	\$1,735.80
01/29/20	Jennifer L. Roche	219	Andalusian: Review revisions to appellate brief on motion for trustee.	0.50	\$394.50
01/29/20	Joshua A. Esses	219	Andalusian: Draft section 926 response.	0.80	\$631.20
01/29/20	Jeffrey W. Levitan	219	Andalusian: Review J. Roche e-mail, teleconference with M. Dale regarding status.	0.20	\$157.80
01/30/20	Jeffrey W. Levitan	219	Andalusian: Conference J. Esses regarding 926 brief (0.80); Review revised 926 brief (1.80).	2.60	\$2,051.40
01/30/20	Joshua A. Esses	219	Andalusian: Draft section 926 response (4.40); Calls with J. Levitan regarding implications of section 552 appeal ruling (0.80).	5.20	\$4,102.80
01/30/20	Chantel L. Febus	219	Andalusian: Review First Circuit's decision in ERS and communications from S. Weise regarding the same.	1.30	\$1,025.70
01/30/20	John E. Roberts	219	Andalusian: Review and analyze First Circuit decision in Altair and analyze its relevance to 926 appeal.	1.50	\$1,183.50
01/30/20	John E. Roberts	219	Andalusian: Revise appellate brief in 926 appeal.	1.00	\$789.00
01/30/20	Margaret A. Dale	219	Andalusian: Review First Circuit decision on 552 appeal in connection with 926 appeal (1.40); E-mails with team regarding impact of decision on 926 appeal (0.50); Multiple reviews and revisions to draft of 926 appellate brief (4.60).	6.50	\$5,128.50
01/30/20	William D. Dalsen	219	Andalusian: Revise draft appellee response brief (5.20).	5.20	\$4,102.80
01/30/20	Jennifer L. Roche	219	Andalusian: E-mails with M. Dale, J. Levitan, J. Esses and W. Dalsen regarding 552 opinion and impact on section 926 appeal (0.30); Review and revise draft section 926 appellate brief (1.50).	1.80	\$1,420.20
01/30/20	Michael R. Hackett	219	Andalusian: Analyze First Circuit decision affirming trial Court decision (0.90); Correspondence with legal team regarding First Circuit decision (0.20).	1.10	\$867.90
01/30/20	Paul Possinger	219	Andalusian: E-mails with team regarding impact of First Circuit ruling on 552 issues on 926 appeal (0.30).	0.30	\$236.70
01/31/20	Jennifer L. Roche	219	Andalusian: E-mails with J. Esses, W. Dalsen and M. Dale regarding draft appellate brief on motion for trustee (0.20); Review draft AAFAF appellate brief on motion for trustee (0.50).	0.70	\$552.30

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Date	Timekeeper	Task	Description	Hours	Amount
01/31/20	Joshua A. Esses	219	Andalusian: Communications with advisors regarding implications of section 552 First Circuit opinion and review of draft documents.	2.30	\$1,814.70
01/31/20	William D. Dalsen	219	Andalusian: Revise draft appellee responsive brief for Section 926 appeal (2.30); Call with J. Roberts regarding same (0.30).	2.60	\$2,051.40
01/31/20	Margaret A. Dale	219	Andalusian: Review and revise draft of 926 brief (1.00); Review O'Melveny's draft appellate brief on 926 issue (1.00).	2.00	\$1,578.00
01/31/20	John E. Roberts	219	Andalusian: Call with W. Dalsen to discuss effect of Altair decision on ERS 926 appeal (0.30); Revise brief in 926 appeal (0.30).	0.60	\$473.40
01/31/20	Joshua A. Esses	219	Andalusian: Draft section 926 response.	0.30	\$236.70
<b>Appeal</b>				<b>298.00</b>	<b>\$235,122.00</b>
<b>Total for Professional Services</b>					<b>\$239,172.00</b>



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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
BRIAN S. ROSEN	PARTNER	1.50	789.00	\$1,183.50
CHANTEL L. FEBUS	PARTNER	1.30	789.00	\$1,025.70
JEFFREY W. LEVITAN	PARTNER	22.90	789.00	\$18,068.10
JOHN E. ROBERTS	PARTNER	28.80	789.00	\$22,723.20
MARGARET A. DALE	PARTNER	47.20	789.00	\$37,240.80
MARK HARRIS	PARTNER	0.30	789.00	\$236.70
MICHAEL A. FIRESTEIN	PARTNER	1.60	789.00	\$1,262.40
MICHAEL R. HACKETT	PARTNER	1.10	789.00	\$867.90
PAUL POSSINGER	PARTNER	1.90	789.00	\$1,499.10
STEPHEN L. RATNER	PARTNER	0.30	789.00	\$236.70
TIMOTHY W. MUNGOVAN	PARTNER	3.10	789.00	\$2,445.90
<b>Total for PARTNER</b>		<b>110.00</b>		<b>\$86,790.00</b>
JENNIFER L. ROCHE	SENIOR COUNSEL	21.70	789.00	\$17,121.30
<b>Total for SENIOR COUNSEL</b>		<b>21.70</b>		<b>\$17,121.30</b>
CARL MAZUREK	ASSOCIATE	12.60	789.00	\$9,941.40
ELLIOT STEVENS	ASSOCIATE	0.30	789.00	\$236.70
JAVIER SOSA	ASSOCIATE	12.40	789.00	\$9,783.60
JOSHUA A. ESSES	ASSOCIATE	23.20	789.00	\$18,304.80
WILLIAM D. DALSEN	ASSOCIATE	117.80	789.00	\$92,944.20
<b>Total for ASSOCIATE</b>		<b>166.30</b>		<b>\$131,210.70</b>
ANGELO MONFORTE	LEGAL ASSISTANT	0.90	270.00	\$243.00
KARINA PANTOJA	LEGAL ASSISTANT	1.10	270.00	\$297.00
LAURA M. GEARY	LEGAL ASSISTANT	3.70	270.00	\$999.00
LAWRENCE T. SILVESTRO	LEGAL ASSISTANT	7.00	270.00	\$1,890.00
OLAIDE M. ADEJOBI	LEGAL ASSISTANT	0.60	270.00	\$162.00
SHEALEEN E. SCHAEFER	LEGAL ASSISTANT	0.20	270.00	\$54.00
<b>Total for LEGAL ASSISTANT</b>		<b>13.50</b>		<b>\$3,645.00</b>
LAURIE A. HENDERSON	LIT. SUPPORT	1.50	270.00	\$405.00
<b>Total for LIT. SUPPORT</b>		<b>1.50</b>		<b>\$405.00</b>
<b>Total</b>		<b>313.00</b>		<b>\$239,172.00</b>

**For Charges and Disbursements**

<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
01/12/2020	Javier Sosa	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$95.00
			<b>Total for LEXIS</b>	<b>\$95.00</b>
<b>Date</b>	<b>Timekeeper</b>	<b>Type</b>	<b>Description</b>	<b>Amount</b>
01/12/2020	Javier Sosa	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 94 Lines Printed	\$1,275.00

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Date	Timekeeper	Type	Description	Amount
01/12/2020	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 45 Lines Printed	\$1,287.00
01/12/2020	William D. Dalsen	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 14 Lines Printed	\$294.00
01/13/2020	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 15 Lines Printed	\$969.00
01/16/2020	Karina Pantoja	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 37 Lines Printed	\$429.00
01/17/2020	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 33 Lines Printed	\$960.00
01/20/2020	Jennifer L. Roche	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 3 Lines Printed	\$286.00
01/22/2020	William D. Dalsen	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 16 Lines Printed	\$572.00
01/23/2020	Carl Mazurek	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 44 Lines Printed	\$564.00
01/25/2020	William D. Dalsen	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 6 Lines Printed	\$286.00
<b>Total for WESTLAW</b>				<b>\$6,922.00</b>

#### Charges and Disbursements Summary

Type of Disbursements	Amount
LEXIS	95.00
WESTLAW	6,922.00
<b>Total Expenses</b>	<b>\$7,017.00</b>
<b>Total Amount for this Matter</b>	<b>\$246,189.00</b>